MARVEL MASTERWORKS
THE SPECTACULAR SPIDER-MAN
VOLUME 4

THE SPECTACULAR SPIDER-MAN Nos. 43-55
& ANNUAL No. 2
ROGER STERN, MARIE SEVERIN & JIM MOONEY

MARVEL MASTERWORKS

PRESENTS

THE SPECTACULAR SPIDER-MAN

VOLUME 4

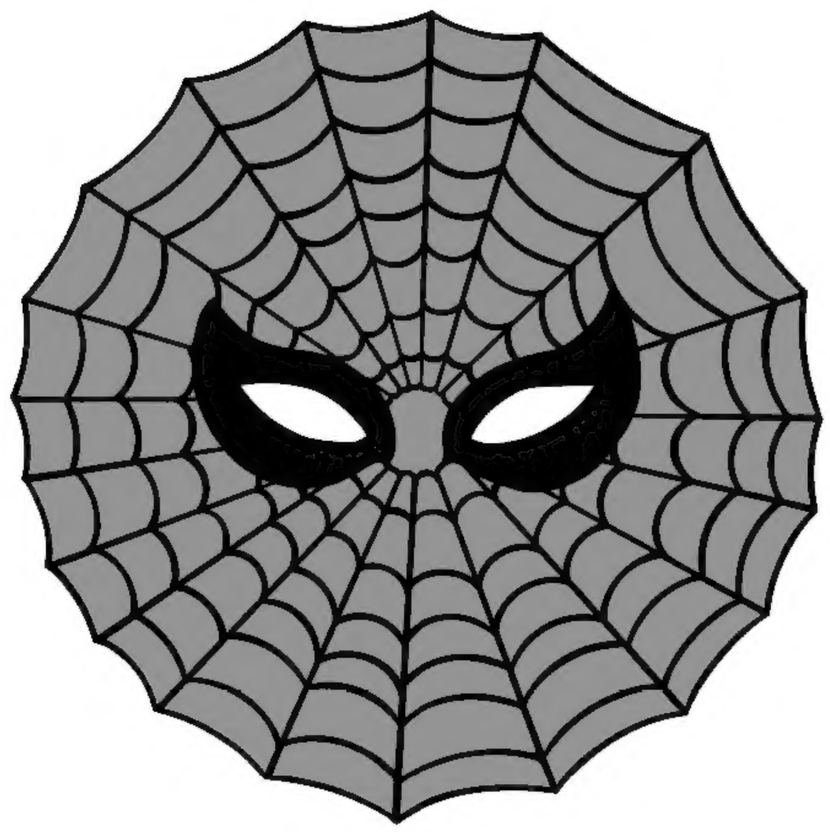
COLLECTING

THE SPECTACULAR SPIDER-MAN NOS. 43-55

& ANNUAL NO. 2

ROGER STERN

MARIE SEVERIN • JIM MOONEY



Collection Editor
Cory Sedlmeier

Book Design
Nickel DesignWorks

VP Production & Special Projects
Jeff Youngquist

SVP Print, Sales & Marketing
David Gabriel

Digital Manager/Production
Tim Smith 3

DigitalProduction
Meghan O'Leary
& Rachel Young

Editor in Chief
C.B. Cebulski

© 2021 MARVEL. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental.

MARVEL MASTERWORKS
CREDITS

THE SPECTACULAR SPIDER-MAN
Nos. 43-55 & ANNUAL No. 2

Writers: Roger Stern (Nos. 43, 45-52, 54, 55)
Marv Wolfman (No. 44)
Steve Leialoha (No. 44)
Ralph Macchio (*Annual* No. 2)
Bill Mantlo (No. 53)
Marie Severin (No. 54)

Pencilers: Marie Severin (Nos. 45, 47, 48, 51, 54)
Jim Mooney (Nos. 49, 53, *Annual* No. 2)
Mike Zeck (Nos. 43, 46)
Steve Leialoha (No. 44)
Denys Cowan (Nos. 49-51)
Rick Leonardi (No. 52)
Luke McDonnell (No. 55)

Inkers: Steve Mitchell (Nos. 43, 45)
Al Gordon (No. 44)
Mike Esposito (*Annual* No. 2)
Bruce Patterson (Nos. 46-49)
Jim Mooney (Nos. 49-52, 54, 55)
Dave Humphrys (Nos. 50, 51)
Josef Rubinstein (No. 50)
Frank Springer (No. 53)

Letterers: John Costanza (No. 43)
Michael Higgins (Nos. 44, 45)
Jim Novak (Nos. 46, 50-54)
Bruce Patterson (No. 47)
Rick Parker (Nos. 48, 49)
Joe Rosen (No. 49, *Annual* No. 2)
John Morelli (No. 55)

Colorists: Bob Sharen (No. 43)
Ben Sean (Nos. 44, 48, 50, 52, 53)
Glynis Wein (Nos. 45, 47, 54)
Petra Goldberg (No. 46, *Annual* No. 2)
Ken Feduniewicz (No. 49)
Christie Scheele (Nos. 50, 51)
Roger Slifer (No. 55)

Editors: Dennis O'Neil & Jim Salicrup

Color & Art Reconstruction: Michael Kelleher & Kellustration

Special Thanks: Ralph Macchio

SPIDER-MAN CREATED BY STAN LEE & STEVE DITKO

MARVEL MASTERWORKS
CONTENTS

Introduction by Roger Stern . . . . .

The Spectacular Spider-Man #43, June 1980
"Pretty Poison" . . . . .

The Spectacular Spider-Man #44, July 1980
"The Vengeance Gambit!" . . . . .

The Spectacular Spider-Man #45, August 1980
"Wings of Fire, Wings of Fear" . . . . .

The Spectacular Spider-Man Annual #2, 1980
"Vengeance Is Mine--Sayeth the Sword!" . . . . .

The Spectacular Spider-Man #46, September 1980
"Deadly Is the Cobra!" . . . . .

The Spectacular Spider-Man #47, October 1980
"A Night on the Prowl!" . . . . .

The Spectacular Spider-Man #48, November 1980
"Double Defeat!" . . . . .

Peter Parker, The Spectacular Spider-Man #49, December 1980
"Enter: The Smuggler!" . . . . .
"The White Tiger!" . . . . .

Peter Parker, The Spectacular Spider-Man #50, January 1981
"Dilemma!" . . . . .
"A Killer Elite!" . . . . .

Peter Parker, The Spectacular Spider-Man #51, February 1981
"Aliens and Illusions!" . . . . .
"The Menace of Gideon Mace!" . . . . .

Peter Parker, The Spectacular Spider-Man #52, March 1981
"The Day of the Hero Killers!" . . . . .

Peter Parker, The Spectacular Spider-Man #53, April 1981
"Toys of the Terrible Tinkerer" . . . . .

Peter Parker, The Spectacular Spider-Man #54, May 1981
"To Save the Smuggler!" . . . . .

Peter Parker, The Spectacular Spider-Man #55, June 1981
"The Big Blow Out" . . . . .

INTRODUCTION
BY ROGER STERN

So there I was, sitting behind a desk at 575 Madison Avenue, taking a breather after editing an issue of *The X-Men*. Or was it *The Avengers*? Whichever, Yours Truly was contemplating the future. I was in my last few days as an editor for Marvel Comics, preparing to turn my titles over to my assistant, Jim Salicrup—who was seated across the room, devising some great cover for an upcoming issue of *Iron Man* or *Master of Kung Fu*.

I had been overseeing a dozen titles a month for two years, and was ready to get off the editorial treadmill. I'd signed a contract to create stories for Marvel and was soon to become the writer of *Captain America*. But if I was going to fulfill the quota of pages required by said contract, I needed to find a second writing assignment. What, I wondered, would that be?

And that was when Dennis O'Neil walked into the room.

The legendary Mr. O'Neil had recently joined Marvel's staff to edit *Daredevil*, *Power Man & Iron Fist*, *Spider-Woman*, *Marvel Team-Up* and *The Spectacular Spider-Man*, among other titles. In addition, he was starting to write *The Amazing Spider-Man*. It was unusual see Denny out of his own office—down the hall and around the corner—and so, I asked if there was anything I could do for him. I don't recall Denny's exact words, but he told me that he needed a new writer for *Spectacular Spider-Man*, and asked if I'd be interested.

The first thing that went through my mind was: "Spider-Man? Me?!?"

Now, I had been reading Spider-Man stories ever since the summer of 1966, when I'd plucked a copy of *The Amazing Spider-Man* off the spinner rack at Hayden's Drugstore. It was Spider-Man who really became my e-ticket into the whole ever-expanding Marvel Universe. I'd spent the intervening years marveling at the art of Jack Kirby, Steve Ditko, John Romita, John Buscema, Gil Kane, Ross Andru and others, and groovin' on the wordplay of Stan Lee, Roy Thomas, Gerry Conway, Len Wein, Marv Wolfman, Archie Goodwin, *et al.*

If not for Spider-Man, I probably wouldn't have wound up working at Marvel Comics. Once, I had even gotten to put a few words in the mouth of the ol' Wall-Crawler for a Christmas Treasury Edition. And now I was being offered the assignment to write Spider-Man stories. It was a huge responsibility and, frankly, a little intimidating. Still, Denny had enough faith in my abilities to offer me the job. Or maybe he was just desperate to find a writer who could make a monthly deadline.

All of those thoughts buzzed through my brain in a split-second. At least, I hoped that it was just a split-second, because O'Neil was still standing there, looking at me expectantly. I took a deep breath and nodded. "Yes. I'll do it…on one condition."

Looking back, I imagine that Denny must have wondered what this young upstart wanted. Of course, he was much too diplomatic to say that out loud. Instead, he asked, "What's the condition?"

"That we fix the book's logo. The 'M' in *Spider-Man* is crooked." Denny looked surprised. "It *is*?"

Well, it *was*. Check the covers in the three previous volumes, and you'll see that the "M" on the *Spectacular Spider-Man* logo is leaning slightly to the right, as if it had been nudged by the hyphen. And it had been that way for forty-two issues! It was the visual equivalent of hearing someone sing slightly off-key. If I was going to write *Spectacular*, I didn't want to be looking at an out-of-kilter logo month after month.

O'Neil, ever the professional, had the "M" straightened, and I immediately went to work writing my first plot for *Spectacular,* knowing that—if I never accomplished another thing with Spider-Man—at least I got that logo fixed!

My debut issue—the first in this volume—was *The Spectacular Spider-Man* #43. Mike Zeck provided the penciled artwork, fitting it in around his regular assignment on *Master of Kung Fu*.[1] Steve Mitchell joined us, inking Mike's pencils. In the course of the issue, we introduced the menace of Madame Belladonna, along with a gent named Roderick Kingsley, who would go on to play a larger role in the Spider-Man mythos.

But as I was finishing the script for issue #43, I unexpectedly wound writing up an issue of *Amazing Spider-Man*. There's a crazy story behind that issue, but now is not the time or place to go into it.[2] Long story short, I filled in for Denny on *ASM* #206.

Unfortunately, writing that issue of *Amazing* put me behind schedule on *Spectacular.* Fortunately, sitting in the art files in the corner of the Denny's office, was the first part of an unfinished two-part *Spider-Man* story started months before. Unlettered and uninked, it had been scripted by Marv Wolfman, with pencil breakdowns by Steve Leialoha. With Denny's kind permission, I copy-edited the story to fit it into our ongoing continuity, and sent it off to be lettered by Mike Higgins and inked by Al Gordon. Within weeks, it became *Spectacular Spider-Man* #44.

While all of that was happening, I devised a plot for issue #45 that wrapped up the Wolfman/Leialoha story, and that gave me a chance to write my all-time favorite Spider-Man villain.[3] Mike Zeck wasn't free to draw that issue, but Marie Severin was. She delivered a delightful set of pencils, Steve Mitchell joined us again on inks, and just like that, we were back on schedule and had a chance to catch our breaths.

Speaking of catching one's breath, I fortunately didn't have to worry about that year's Annual, because it was already finished. *Spectacular Spider-Man Annual* #2—written by Ralph Macchio, with art by Jim Mooney and Mike Esposito—introduced the Man Called Rapier.[4] And the story behind that story is another good one. The Annual had started life as a promotion for the people in your town who bottle Coca-Cola. The idea was that cola buyers would mail in a proof-of-purchase coupon and get a special, double-sized Marvel Comic featuring the Fantastic Four, the Hulk or Spider-Man. For some reason, the deal with Coca-Cola fell through, so the Spider-Man issue became *The Spectacular Spider-Man Annual* #2.[5] And that's why the editor for the issue was Jim Salicrup—who had overseen the original project—and not Denny O'Neil.

Meanwhile, back at the monthly series, I plotted *Spectacular* #46, pitting the Cobra against our friendly neighborhood Spider-Man. I'd always considered Cobra an intriguing villain, but one who was a better fit for Spider-Man than for Thor. With this issue, Mike Zeck and Bruce Patterson provided the art for seventeen glorious pages. We were also treated to a cover—the first of many—penciled by a young newcomer named Frank Miller.

With *Spectacular Spider-Man* #47, I was rejoined by Marie Severin and Bruce Patterson. In fact, Marie was going to be the regular penciler on the series, and I couldn't have been happier. The versatile Ms. Severin had previously drawn everything from Doctor Strange to the Sub-Mariner, from the Hulk to King Kull, and her Spider-Man proved just as great. She could do it all—pencil, ink, color—she was the complete artist, often co-plotting the stories she drew. I have no doubt that Marie could have scripted them too. And funny? Marie Severin was an ace caricaturist and one of the funniest grown-ups I ever had the honor of knowing.

Marie and I further developed Belladonna and introduced a new Prowler, as well as a fellow who would

1 Mike had also penciled the previous issue, collected in *Marvel Masterworks: The Spectacular Spider-Man Vol. 3.*
2 If you're really that curious, you can find that story in the introduction to the *Spider-Man by Roger Stern Omnibus.*
3 No peeking now!
4 It said so, right on the cover!
5 The FF installment eventually became *Fantastic Four* #220-221, and the Hulk story became *Incredible Hulk Annual* #9.

become Aunt May's new beau, Nathan Lubensky. In this issue, we also met NYPD Sergeant Lou Snider and Detective Ray Donovan, the latter of whom bears a striking resemblance to Yours Truly. Snider would turn up from time to time—twice more in this very volume—but Donovan wouldn't be seen again until *The Amazing Spider-Man* #580.

Marie and Bruce joined with me again on *The Spectacular Spider-Man* #48, our first 22-page story! In this issue we finally revealed the secret of Madame Belladonna. It was also the last we'd see of Belladonna. I'm sorry that I never got around to bringing her back, because I know what her next story is. Oh well, maybe I'll get a chance to tell that story someday. By the way, if you look closely at the story's ninth page, you'll see my old pal and mentor Len Wein retrieving a stuffed animal.[6]

Unfortunately, *Spectacular* #48 was the last consecutive issue that Marie would draw. The ultra-talented lady was also pulling down a full-time job in the Marvel Bullpen and was always in demand for special projects. In fact, while drawing our Belladonna two-parter, she was called upon to ink and color the 44-page *Francis, Brother of the Universe* comic adaptation of the life of St. Francis of Assisi.

With Marie sidelined, veteran Spider-artist Jim Mooney joined Bruce and me on *Spectacular* #49. This issue was inspired by an inventory cover that Keith Pollard had penciled several months before. I decided to call Keith's mystery villain the Smuggler and to repurpose an established adversary in the role.[7] With this issue, we also began a three-part backup series starring the White Tiger, penciled by Denys Cowan, and inked—this issue—by Jim Mooney. More about that in a moment.

Spectacular #50 was a real treat, as I got to write a story drawn by John Romita Jr. and Jim Mooney[8] and reintroduce some mysterious foes who hadn't been seen since *The Amazing Spider-Man* #3. For this issue's White Tiger installment, Denys was joined by Josef Rubinstein and Dave Humphrys on inks.

Marie returned to the drawing board for *Spectacular* #51, as we revealed the truth about a pack of alien invaders, along with a deep dark secret about returning villain Mysterio. And the White Tiger story ended on a dire note in issue #51—one which led directly into our next issue.

I plotted *The Spectacular Spider-Man* #52, for Marie to draw, but she was again unavailable, so Denny enlisted Rick Leonardi to pencil the issue. This was only the second story Rick had drawn for Marvel, but he acquitted himself quite well. This issue brought the story of the first White Tiger to an end for the foreseeable future.

About that: I had enjoyed Hector Ayala's adventures as the White Tiger ever since his first appearance—by Bill Mantlo and George Pérez—in *Deadly Hands of Kung Fu*. During Bill's previous tenure on *Spectacular*, Ayala had become a recurring cast member. Readers really took Hector into their hearts, to the point where they kept writing in, asking me when they could see more of the hero they called "Spider-Man's partner, the White Tiger."

There were three problems with those requests: 1) Bill had written Hector out of the series in issue #32, and I really saw the Tiger as his character. 2) Spider-Man wasn't the sort of character who would have a partner; *Marvel Team-Up* aside, Spider-Man worked best as a loner. And 3) Hector's secret identity as the White Tiger had been revealed—on television, no less—in *Spectacular* #20.

That last item was the most problematic. You can be a costumed adventurer without a secret identity, if you live in a fortified headquarters like the Fantastic Four or the Avengers. But if you're a working-class guy who lives with your family in an apartment in the Bronx? Where every super villain with a grudge against heroes in general can attack you? *Spoiler Alert:* Things hadn't turned out well for the Ayala family. At the end of *Spectacular* #52, I sent Hector and his girlfriend Holly out of town, hopefully toward a happy ending. Still, in hindsight, the first Puerto Rican super hero deserved a better send-off.

6 Did I mention that Marie was one of the world's greatest caricaturists?

7 We don't reveal that villain's actual identity until issue #54. Can you guess who he is?

8 I would get to work with this amazing art team again. For more on that, check out *Marvel Masterworks: The Amazing Spider-Man Vol. 22.*

The thing is, I really didn't think that issue #52 would be the end of his story. I fully expected Mantlo to pick up on Hector's and Holly's travels, perhaps in the pages of *The Incredible Hulk.* I'm still surprised that he didn't.

Speaking of Bill Mantlo, he graciously filled in for us on *Spectacular* #53, with art by Jim Mooney and Frank Springer. I don't recall why Denny scheduled this fill-in. Perhaps he was trying to give Marie more time to draw the next story.

Even so, *Spectacular* #54 turned out to be Marie's last issue. Over the months we worked together, I'd given her looser and looser plots, allowing more leeway for her magnificent storytelling. Marie contributed so much to this issue that I gave her credit for the plot.[9] Fun Fact: Four pages into the story, she drew a couple of ambulance drivers who looked uncannily like Stan Lee and his brother Larry Lieber.

Still trying to find a regular art team for the book, Denny next chose Luke McDonnell to pencil *Spectacular* #55. As with Rick Leonardi earlier, this was Luke's second published Marvel job—but far from his last!

That issue wrapped up my first year of writing *The Spectacular Spider-Man.* After twelve months, I was starting to feel comfortable writing stories about that guy with the webs, even though I rarely knew who was going to be drawing the series from one issue to the next. Adapting to the ever-changing artist roster was challenging, but somehow invigorating. And best of all, it was fun.

Re-reading these stories, I recall how much fun we had introducing new people and problems to Spider-Man's life. We gave him new challenges from Marvel villains who weren't traditional Spider-Man foes, and we got to play with two of his established enemies, the Vulture and Mysterio.

I always say "we" because I never could have produced any of this without my many collaborators. Remembering all the wonderful, talented women and men I worked with, makes me realize all over again how very lucky I was. The only sad thing is recalling how many of those great people we've lost over the past few years, and how much I miss them.

First and foremost, there's Marie Severin. Though she drew just five of these stories, she made every one of them spectacular.

There were Jim Mooney, Mike Esposito and Frank Springer, who kept Spider-Man looking good, often under ridiculous deadlines.

There were Joe Rosen and Jim Novak, two of my all-time favorite letterers—my old pal Roger Slifer, who colored one of these stories—and Denny O'Neil, who thought I could write Spider-Man.

And of course, none of this would have been possible without the creative talents of Steve Ditko and Stan Lee.

To them, and to all of my other coworkers, this volume is sincerely dedicated. Thank you, my friends. Literally, I couldn't have done it without you.

Roger Stern
2021

Roger Stern wrote Spider-Man for four years…give or take a month.

9 Speaking of credit, our colorist Glynis Wein's credit was inadvertently left off this issue. Sorry, Glyn!

40¢ CC

43 JUNE 02199

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

©1980 MARVEL COMICS GROUP TM

HER NAME IS BELLADONNA-- AND SPIDER-MAN CAN'T EVEN GUESS WHAT KIND OF TROUBLE SHE IS!

BYRNE/RUBINSTEIN

STan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

ROGER STERN *writer* · MIKE ZECK *penciler* · STEVE MITCHELL *inker* · JOHN COSTANZA *letterer* · BOB SHAREN *colorist* · DENNIS O'NEIL *editor* · JIM SHOOTER *editor-in-chief*

WHEN YOU'RE A GRAD STUDENT WORKING YOUR WAY THROUGH COLLEGE, YOU HAVE TO GRAB LAB TIME WHEN AND WHERE YOU CAN FIND IT.

WHOA! MY SPIDER-SENSE JUST WENT OFF LIKE A GEIGER COUNTER AT LOS ALAMOS! THAT MEANS SOME KIND OF DANGER IS NEAR--BUT WHAT COULD POSSIBLY THREATEN ME...

...HERE?

SUCH IS THE CASE WITH STEVE HOPKINS AND PETER PARKER, WHO ARE SPENDING THIS PARTICULAR EVENING IN THE LABORATORIES OF MANHATTAN'S EMPIRE STATE UNIVERSITY--

--WORKING ON AN EXPERIMENT WHICH IS DUE FOR A MOST UNEXPECTED INTERRUPTION!

LAB 104A

WHAM

FREEZE! NOBODY MOVES, NOBODY GETS HURT!

PRETTY POISON

LFIO7

THAT'S IT... TURN AROUND NICE AND SLOW. NOW ALL WE WANT ARE CHEMICALS YOU'VE GOT STORED HERE. IF YOU DON'T GIVE US ANY TROUBLE, THEN EVERYONE STAYS HEALTHY... CAPESH?

HEY, WHATEVER YOU SAY, MAN.

THIS BROAD WE SURPRISED OUTSIDE CLAIMS TO BE THE DEPARTMENT HEAD'S SECRETARY. THAT MEANS YOU'VE GOT KEYS TO THE STOCK ROOM--RIGHT, LADY?

Y-YES. I'LL OPEN IT. J-JUST DON'T SHOOT!

THESE GOONS HAVE US OVER A BARREL, ALL RIGHT...

...I DON'T DARE TRY TO STOP THEM HERE. ALL SECRET IDENTITY CONSIDERATIONS ASIDE, STEVE AND DEBRA COULD BE SERIOUSLY HURT IF I MAKE ANY HASTY MOVES.

STILL, THERE SHOULD BE SOME WAY OF STOPPING THEM. I WONDER WHAT THEIR REACTION WOULD BE TO A CERTAIN RETORT OF CHEMICALS GETTING TOO HOT?

THAT'S IT, KEEP THOSE HANDS OUT WHERE I CAN SEE 'EM!

OOOH, THESE STUBBORN KEYS... THERE!

SUPPLY ROOM

KLIK

BUMP

ALL RIGHT, NOW I WANT YOU THREE IN THAT STOCK ROOM!

THEY'RE STEALING TWO DRUMS OF NEO-ATROPINE? THAT'S ALL?

OH, PETER! WHAT--?

KEEP IT COOL, DEB. JUST DO WHAT THE MAN SAYS.

GO ON, GET IN THERE! HEY, THIS ROOM HAS REAL THICK WALLS, DON'T IT? IF SOMETHIN' HAPPENED, NOBODY'D HEAR A THING!

OH, GREAT! THIS IDIOT IS TRIGGER-HAPPY! LOOKS LIKE I HAVE NO CHOICE... I'LL HAVE TO JUMP HIM AND HOPE FOR THE BEST!

BUT EVEN AS PETER'S MUSCLES TENSE--

--IN THE LAB BEYOND, THE OVER-HEATED RETORT GIVES WAY TO THE FROTHING CHEMICALS WITHIN!

KA-THOOM

WHAT THE DEVIL--?! THE GEAR ON THAT TABLE JUST WENT UP LIKE A VOLCANO! WHAT WERE THEY EXPERIMENTING WITH?

BRINNHGGGG

WHO CARES? IT TOUCHED OFF AN ALARM--LET'S GET OUTTA HERE!

COME ON, STEVE--

SLAM

--WE HAVE TO BRACE THIS DOOR, BEFORE THEY THINK OF GRABBING HOSTAGES!

BUT AT THAT MOMENT, HOSTAGES ARE THE LAST THINGS ON THE CROOKS' MINDS...

RUN FOR IT... BUT DON'T DROP THOSE CONTAINERS! IF WE BLOW IT NOW, THE BOSS'LL HAVE OUR HEADS!

AND, SECONDS LATER...

THE SPRINKLERS HAVE PUT OUT MOST OF THE FIRE--I THINK I CAN HANDLE IT, PETE! YOU GO FIND CAMPUS SECURITY!

CHECK!

JUST AS SOON AS I TRACK DOWN OUR CHEM-LAB CUT-UPS... THEY COULDN'T HAVE GOTTEN VERY FAR!

BUT...

THAT WAS REAL STUPID, PARKER! YOU SHOULD'VE GUESSED THAT THEY'D HAVE WHEELS NEARBY.

JUST ANOTHER NON-DESCRIPT VAN WITH MUD-CAKED LICENSE PLATES! NEXT TO IMPOSSIBLE TO TRACE... FOR ANYONE BUT YOURS TRULY!

REACHING UNDER HIS BELT, THE YOUTHFUL TEACHING ASSISTANT PLUCKS OUT A TINY SPIDER-SHAPED OBJECT--

--AND LETS FLY...

...THE SELF-ADHERING TRACER LODGES UNNOTICED ON ONE OF THE FLEEING HOODS!

LITTLE SPIDER-TRACER, I LOVE YOU! NOW WHEREVER THAT MASKED MEATBALL GOES, I'LL BE ABLE TO HOME RIGHT IN ON HIM!

IF I'M LUCKY, BRIGHT BOY WON'T EVEN NOTICE THAT LITTLE ADDITION TO HIS SNEAKERS UNTIL SPIDER-MAN IS ON TOP OF HIM!

HEY, HOLD IT! WHAT'S GOIN' ON HERE?!

SO MUCH FOR BEING LUCKY! CAMPUS SECURITY PICKED A LOUSY TIME TO BECOME EFFICIENT!

WE'VE HAD A BREAK-IN, SIR...

SEVERAL MINUTES LATER, AFTER NEW YORK'S FINEST HAVE FINALLY ARRIVED...

...SO THAT'S ALL WE CAN TELL YOU, SERGEANT. IT BEATS ME WHY THEY'D STEAL NEO-ATROPINE! IT'S NOT THAT RARE OR EXPENSIVE!

WELL, SOMEBODY WANTED IT AWFULLY BAD, TO GO TO THIS MUCH TROUBLE!

NOTHING MORE TO GO ON AROUND HERE! I GUESS YOU KIDS CAN CLEAN UP AND GO HOME NOW. WE'LL LET YOU KNOW IF WE FIND ANYTHING!

I'LL CLEAR THE MESS AWAY, STEVE. YOU'D BETTER SEE THAT DEBRA GETS HOME -- SHE'S STILL PRETTY SHAKEN!

HEY, NO ARGUMENT FROM ME, PETE! SEE YA IN THE MORNING! MAYBE BY THEN, THIS'LL ALL MAKE SENSE!

BUT, NO SOONER HAVE STEVE'S FOOTSTEPS DIED OUT DOWN THE HALL THAN...

THE CLEANING WILL WAIT... I WANT TO MAKE SOME SENSE OUT OF THIS • NOW!

TAKING TO THE ROOFTOPS, THE AMAZING MASKED ADVENTURER BEGINS CRISS-CROSSING THE MANHATTAN SKYLINE AS ONLY HE CAN!

THOSE GOONS WILL DITCH THAT VAN LONG BEFORE THE COPS CAN TRACK IT DOWN.

BUT IT DOESN'T MATTER TO ME WHAT THEY'RE DRIVING! THEY CAN WALK FOR ALL I CARE, AND I'LL STILL FIND THEM--

--JUST BY SWINGING BACK AND FORTH UNTIL THE OLD SPIDER-SENSE PICKS UP THE IMPULSES FROM MY TRACER. ASSUMING OF COURSE, THAT THEY DIDN'T LEAVE THE CITY!

MACY
WOR
LA
MENT

AND IF THEY DID... AT LEAST THIS IS KEEPING ME OFF THE STREETS!

THE MINUTES SWIFTLY TURN TO HOURS, AS THE WEB-SPINNER SWINGS EVER UPTOWN. AND THEN, FINALLY, IN THE MIDTOWN AREA...

UH-OH! THAT OLD FAMILIAR TINGLE STARTED UP AS I GOT CLOSER TO THAT SKYLIGHT! THIS FEELS LIKE THE JACKPOT!

OR IS IT? THAT CHARACTER SURE WASN'T ONE OF THE GOONS! HE'S TOO SHORT... TOO SKINNY! BOY, AND THEY USED TO CALL *ME* PUNY PARKER!

EVEN AT MY SPINDLIEST, THIS GUY WOULD'VE MADE ME LOOK LIKE HERCULES!

BUT, EVEN A SPIDER-MAN SKITTERS ABOUT OVERHEAD...

:SNF-SNF: WHAT ON EARTH IS THAT FRAGRANCE?

IT'S NICE, BUT REALLY! IT'S SO STRONG--

--IT'S ALMOST O-O-OVERPOWERING.

OH, DEAR.

EVENING, MR. KINGSLEY. MY BOSS WANTS A FEW WORDS WITH YOU!

MAY I PRESENT--

--MADAM BELLADONNA!

RODERICK KINGSLEY, THIS IS THE HOUR OF YOUR DESCENT FROM THE HEIGHTS OF THE FASHION WORLD!

YOU'VE BASKED IN THE LIMELIGHT FOR TOO LONG! WHEN I GET THROUGH, ALL WILL KNOW HOW YOU'VE STOLEN YOUR IDEAS!

I-I-I DON'T KNOW WHAT YOU'RE TALKING ABOUT!

YOU FLAMING SIMP! DO YOU HONESTLY EXPECT ME TO BELIEVE THAT A NO-TALENT LIKE YOU COULD HAVE COME UP WITH THESE FASHIONS?

THESE DESIGNS ARE MINE NOW!

WELL, WOBBLE MY WEBS AND CALL ME SHAKEY! COSTUMED CRIME HAS JUST HIT THE FASHION INDUSTRY!

GOOD EVENING, PEOPLE! I APOLOGIZE FOR DROPPING IN AT SUCH A LATE HOUR, BUT I JUST COULDN'T PASS UP SUCH AN INTERESTING PARTY! I DON'T THINK WE'VE BEEN INTRODUCED!

THE SPIDER-MAN!!

HEY, HOW ABOUT THAT! MY FAME PROCEEDS ME! I KNEW HIRING THAT PRESS AGENT WOULD DO THE TRICK!

I'M AFRAID I'M IN A BIT OF A HURRY TONIGHT... YOU DON'T MIND IF I PUNCH AND RUN, DO YOU?

POK

KRAK

AWK!

I DIDN'T THINK SO! AND NOW, FOR MY FINAL NUMBER--!

THAK

THANK YOU--THANK YOU, BUT NO APPLAUSE! IT'LL GO TO MY HEAD, AND THERE'S NOTHING WORSE THAN A SWELLED HEAD UNDER A TIGHT MASK!

SPEAKING OF SWELLED HEADS, IT LOOKS LIKE MINE'S ALREADY TOO BIG! THE FIRST TWO JERKS I PUNCHED ARE BACK ON THEIR FEET!

THE LOVE TAPS I GAVE THEM SHOULD HAVE PUT THEM OUT FOR AT LEAST AN HOUR!

IT MUST BE THIS PERFUMY GAS... IT'S SLOWING ME DOWN. WELL, THAT'S EASY ENOUGH TO REMEDY-- I'LL JUST LEAN INTO THE PUNCH A LITTLE MORE!

THAT'S ONE--

--AND THAT'S TWO! THIS TIME, I HOPE YOU HAVE THE DECENCY TO STAY DOWN WHEN I HIT YOU!

NO! STAY AWAY FROM ME!

I'D PREFER TO TALK TO YOUR BOSS-LADY WITHOUT ANY INTERFERENCE.

I-I'M WARNING YOU, SPIDER-MAN-- BELLADONNA'S BUSINESS IS NONE OF YOUR AFFAIR!

AW, COME ON, BELLA-- YOU CALL THAT A THREAT? YOU CAN DO BETTER THAN THAT!

HOW ABOUT: "ONE MORE STEP, AND I'LL CLICHÉ YOU TO DEATH!"

DO NOT MOCK ME, SPIDER-MAN! BELLADONNA CAN BE VERY DEADLY!

HEY! ;KOFF; THAT'S ONE ON ME, ALL RIGHT!

ALL THIS GAS IS MAKING ME WOOZY! I'D BETTER WEB HER UP BEFORE SHE PUTS ME TO SLEEP!

SORRY, SWEETHEART, BUT THE DAY A LAUREN BACALL LOOKALIKE GIVES ME TROUBLE IS THE DAY--! OH, NO!

YOUR GAS IS DISSOLVING MY WEBBING!

AND THAT'S NOT ALL IT'S DOING! THE ROOM'S STARTING TO SPIN ON ME! I'LL HAVE TO RUSH HER OR--!

AHK!

COME, BOYS-- THIS NIGHT'S BEEN RUINED. I'LL HAVE TO RETHINK MY REVENGE!

YEAH, WE DON'T HAVE TO WORRY ABOUT SPIDER-MAN ANY MORE!

BITE... YOUR... TONGUE... JERK!

THE THIRD GOON! I'M SO DIZZY, I DIDN'T EVEN GET A SPIDER-SENSE TINGLE FROM HIM!

UNH! NOW I KNOW WHY THEY STOLE THE NEO-ATROPINE! IT'S DERIVED FROM THE BELLADONNA PLANT. SHE EVIDENTLY USES IT IN HER GAS. EITHER SHE DIDN'T HAVE A READY SOURCE FOR THE STUFF--

--OR SHE WAS JUST IMPATIENT! WHOOSH! FEELS LIKE THERE'RE BEES LIVING IN MY HEAD! I'D BETTER GET KINGSLEY OUT OF HERE--

--BEFORE WE BOTH PASS OUT!

NOW I KNOW I'M OUT OF IT! ALMOST DIDN'T MAKE THAT JUMP!

WITHIN MINUTES...

THAT'S BETTER! NEW YORK AIR NEVER SMELLED SO NICE!

YOU... YOU MASKED RUFFIAN! YOU'RE RESPONSIBLE FOR THIS!

WHAT?!

YOU HEARD ME! IF YOU HADN'T BUTTED IN, THAT HARPY WOULD'VE JUST STOLEN A FEW PETTY DESIGNS -- WHICH I COULD HAVE TRACED-- AND BEEN ON HER WAY!

BUT NOW, MY STUDIO IS A SHAMBLES AND I WAS NEARLY KILLED! IT'S JUST LIKE THE *DAILY BUGLE* SAYS-- YOU'RE A MENACE TO SOCIETY!

BUGLE?! KINGSLEY, YOU JUST SAID THE SECRET WORD!

AND SO... WHEN THAT LITTLE BLANKET DISSOLVES IN AN HOUR OR TWO, I'D SERIOUSLY CONSIDER SUBSCRIBING TO A MORE REPUTABLE PAPER... IF I WERE YOU!

AN HOUR OR TWO?! I'LL CATCH MY DEATH OF COLD!

YEAH, YEAH! THE WORLD SHOULD BE SO LUCKY!

THE NEXT MORNING FINDS A WORRIED PETER PARKER BACK IN MIDTOWN, HEADING FOR THE SITE OF HIS CURRENT EMPLOYER... THE DAILY GLOBE...

THIS BELLADONNA CHARACTER HAS REALLY GOT ME DOWN! JUST WHEN I THOUGHT I HAD ALL THE KINKS WORKED OUT OF MY WEBBING, SHE HAS TO COME ALONG AND PROVE ME WRONG!

DAILY GLOBE BUILD

TO MAKE MATTERS WORSE, MY SPIDER-TRACER FELL OFF HER GOON DURING OUR FIGHT. THERE'S NO WAY I CAN FIND HER.

BUT I'VE GOT TO GET SOME KIND OF LEAD. KINGSLEY IS THE KEY TO THIS... IF ONLY... AH-HA!

WHY, IT'S SANDY JONES, MY FAVORITE EDITORIAL GIRL FRIDAY IN THE WHOLE WORLD!

WHO--? OH, PETER PARKER! AND WHAT DO YOU WANT? PHOTOGRAPHERS ARE NEVER NICE TO ME UNLESS THEY WANT SOMETHING!

AND I'LL TELL YOU RIGHT UP FRONT... I DON'T POSE FOR ANYBODY!

ONE FAST ELEVATOR RIDE LATER...

...ANYWAY, THIS FRIEND OF MINE IS TRYING TO GET A LINE ON RODERICK KINGSLEY.

YOUR HEAR A LOT AROUND HERE, SO I WAS WONDERING IF YOU'D KNOW... DOES KINGSLEY HAVE ANY ENEMIES?

ROD KINGSLEY HAVE ENEMIES? ONLY HALF THE FASHION WORLD! RUMOR HAS IT THAT HE STEALS HIS DESIGNS.

AND JUST LAST YEAR HE DROVE A DOZEN SMALL EUROPEAN COSMETICS FIRMS OUT OF BUSINESS... JUST TO START HIS OWN LINE OF KINGSLEY FRAGRANCES!

SOUNDS LIKE A SWELL GUY!

OH, HE'S DESPISED. AS A MATTER OF FACT, HE'S HAVING A BIG SHOW TONIGHT, AND NONE OF THE FASHION PHOTOGS WANT TO TOUCH IT! MOST OF THEM HAVE HAD BAD DEALINGS WITH HIM.

YOU... COVER A FASHION SHOW?! BUT, PETER, MR. BUSHKIN WON'T WANT YOU TO WASTE YOUR TIME ON THAT!

WHAT HE DOESN'T KNOW WON'T HURT HIM. BESIDES, THIS JUST MIGHT TURN OUT TO BE EXCITING!

IS THIS THE ASSIGNMENT SHEET? HEY, YOUR TROUBLES ARE OVER--I'LL BE GLAD TO COVER IT.

LATER THAT AFTERNOON, IN AN ESU CHEM LAB...

BLAST IT! THAT COMPOUND WAS MY LAST HOPE! I JUST CAN'T FIGURE OUT WHAT KIND OF PROPELLANT BELLADONNA USES IN HER GAS!

I'LL NEED A SAMPLE OF THE STUFF TO ANALYZE BEFORE I CAN PROOF MY WEBBING AGAINST IT, BUT I CAN'T GET A SAMPLE IF THE GAS KNOCKS ME OUT!

IF ONLY I COULD AFFORD A GAS MASK...

...BUT PAY-DAY'S TWO DAYS AWAY. UNFORTUNATELY, IT'S A SURE BET THAT BELLADONNA WILL STRIKE TONIGHT!

BOY, I BET TONY STARK NEVER HAS PROBLEMS LIKE THIS!

PETER?

HMM?!

I HOPE I'M NOT DISTURBING YOU. I-I KNOW YOU'RE VERY BUSY, SO WHEN I SAW THE SHOPPING LIST ON YOUR DESK, I... UH... PICKED UP THE THINGS YOU NEEDED AT THE 7-11.

SHE DID THAT FOR ME... AFTER I HAD TO RUN OUT ON HER THE OTHER NIGHT?*

DEBRA WHITMAN, YOU'RE ONE IN A MILLION! TELL YOU WHAT, I'M BUSY TONIGHT... BUT GRAB ME EARLY NEXT WEEK, AND WE'LL HAVE DINNER. MY TREAT!

DINNER? REALLY?

*LAST ISSUE.-D.

SLAM

I THINK I LIKE THAT MAN... VERY MUCH!

LAB 106

WELL, HERE GOES NOTHING! YEUCCH! WOULDN'T YOU KNOW THAT THE REMEDY FOR BELLADONNA POISONING IS VINEGAR! I JUST HOPE IT'LL WORK AS A PRE-VENTATIVE TO THE LADY'S GAS.

I'D HATE TO THINK THAT I'M REACTIVATING MY ULCER FOR NOTHING!

AND FINALLY, SEVERAL HOURS LATER, IN THE PENTHOUSE BALLROOM OF A POSH MIDTOWN HOTEL...

GOOD EVENING, LADIES AND GENTLEMEN-- AND WELCOME TO MY FIRST SHOW OF THE NEW SEASON!

I APOLOGIZE FOR ANY INCONVENIENCE YOU MIGHT HAVE EXPERIENCED DUE TO THE SECURITY CHECK WE HAD SET UP AT THE ELEVATORS--

--BUT THERE WAS A SMALL BREAK-IN AT MY STUDIO LAST NIGHT, AND ONE CAN'T BE TOO CAREFUL THESE DAYS. I WOULDN'T WANT ANY OF YOU ENDANGERED BY TERRORISTS!

THAT'S IT, KINGSLEY, SHOVEL IT ON DEEPER! I THOUGHT OLD JONAH JAMESON WAS FULL OF HOT AIR, BUT THIS GUY EVEN BEATS HIM OUT!

IT'S A GOOD THING I HAVE A PERSONAL STAKE IN THIS, OR I'D BE HIGHLY TEMPTED TO LET BELLADONNA TAKE RODDY-BOY HERE TO THE CLEANERS!

AND SO, WITHOUT FURTHER ADO, I GIVE YOU--

--THE RODERICK KINGSLEY LOOK FOR FALL!

MARIO... THE CURTAIN!

WHAT?! BURLAP BAGS?!? OH, GHOD--NO! THIS... THIS IS AN OUTRAGE!

HA HA HA HA

NO, KINGSLEY... IT'S POETIC JUSTICE! THE OUTRAGE IS THAT YOU'VE BEEN ABLE TO GET AWAY WITH STEALING THE DESIGNS-- THE WORKS-- OF YOUR BETTERS FOR MANY YEARS!

DID YOU REALLY THINK THOSE GUARDS YOU PLACED OUTSIDE COULD STOP MADAM BELLADONNA? FOOL!

LADIES AND GENTLEMEN, I AM DEEPLY SORRY, BUT WE MUST ASK YOU TO PART WITH YOUR JEWELS AND MONIES. CONSIDER IT PENANCE FOR PATRONIZING THIS FRAUD!

WOW! I EXPECTED BELLA TO SHOW, BUT I NEVER FIGURED HER TO BRANCH OUT INTO MASS ROBBERY!

I CAN'T BELIEVE THIS IS HAPPENING! WHY DOESN'T SOMEBODY DO SOMETHING?!

GIVE ME A CHANCE, LADY.

HMM, DRESSING ROOMS SHOULD BE BACK THIS WAY. THAT'LL BE A SWITCH--

--I RARELY GET TO USE SUCH FORMAL FACILITIES! I USUALLY HAVE TO CHANGE IN AN ALLEY OR-- WHOOPS! BELLADONNA'S ALREADY BEEN HERE.

SORRY, MISS, I DON'T MEAN TO INTRUDE.

IT'S A GOOD THING YOU'RE GASSED... I'VE NEVER DONE THIS IN FRONT OF A LADY BEFORE.

UH-OH... SPEAKING OF GAS, I'M STARTING TO FEEL A LITTLE FUZZY AROUND THE EDGES!

LOOKS LIKE THE VINEGAR I CHUGGED IS ONLY GOING TO BE PARTIALLY EFFECTIVE. I'D BETTER NOT TAKE ANY CHANCES...

...A WEB-FILTER UNDER MY MASK OUGHT TO WARD OFF SOME OF THE GAS.

OF COURSE, IF I'M OUT IN THE GAS FOR TOO LONG, THE WEB-FILTER WILL START TO BREAK DOWN AND-- YEESH! I DON'T WANT TO THINK ABOUT THAT.

MEANWHILE, IN THE BALLROOM...

THAT'S ABOUT THE LAST OF THE BAGS OF JEWELS, BOSS... IT'S A PRETTY GOOD HAUL!

P-P-PLEASE, YOU CAN'T DO THIS! THE INSURANCE CLAIMS WILL BREAK ME! I'LL BE RUINED!

ISN'T THAT TOO BAD! YOU NEVER SEEMED TO WORRY ABOUT THE LIVES YOU RUINED, THE CAREERS YOU DESTROYED OVER THE YEARS!

JEEZ, WHY DOES SHE HAVE TO MAKE A SPEECH? WHY CAN'T WE JUST--

:WHUUP:

THOW

GUESS WHO?

WHAT?! IT'S SPIDER-MAN AGAIN!

AW, YOU REMEMBERED!

IT'S NICE TO MEET A FELLOW WITH A DECENT MEMORY! MOST OF THE GUYS I PUNCH HAVE TROUBLE RECALLING MY NAME!

TRICKY! SOME BRIGHT BOY THOUGHT OF TURNING THE LIGHTS OFF!

TOO BAD IT WON'T DO THEM ANY GOOD!

'CAUSE IT'S NOT *THAT* DARK IN HERE! IN FACT, I CAN SEE THIS IDIOT AS CLEAR AS A BELL... MUST BE ALL THE CARROTS IN MY DIET!

NIGHTY-NIGHT, L'IL ANGEL!

WHAT COULD BE SIMPLER?

:OOOO: I SPOKE TOO SOON... I FEEL LIKE I'M MOVING IN A DREAM SEQUENCE. GAS IS SEEPING THROUGH THE WEB-FILTER, GOTTA CONCENTRATE... GOTTA GET... BELLADONNA.

FUNNY... THINGS SEEM TO... BE GETTING BRIGHTER!

YOU SURPRISE ME, SPIDER-MAN! I DIDN'T THINK YOU'D BE FOOL ENOUGH TO CROSS ME AGAIN... KNOWING WHAT I CAN DO TO YOU!

IT'S ALL... PART OF THE JOB, BELLA.

IDIOT! JUST LOOK AT YOU!

THE GREAT SPIDER-MAN! YOU'RE PRACTICALLY OUT ON YOUR FEET! WELL, ONE CONCENTRATED GAS OVERDOSE FROM THIS, AND NEITHER YOU NOR KINGSLEY WILL EVER BOTHER ME AGAIN!

AH-AH-*AH!* NOT NICE, BELLA! EVEN SLIGHTLY SLOWED-DOWN, A FRIENDLY NEIGHBORHOOD SPIDER-MAN BEATS OUT A LADY IN A TRENCH-COAT ANY DAY OF THE WEEK...

EXIT

...ESPECIALLY WHEN SAID WALL-CRAWLER HAS TAKEN A FEW PRECAUTIONS! I'LL TAKE THAT SPRITZER!

HEY, TAKE IT EASY, BELLA... I DON'T BITE!

HOW ABOUT THAT SHE'S ACTUALLY SCARED OF ME! REAL SHAKING-IN-YOUR-BOOTS SCARED!

OH!

NO... *NO...NO!* T-TAKE YOUR HANDS OFF ME! K-KEEP AWAY!

I SPEND SO MUCH OF MY TIME FIGHTING HARDENED COSTUMED CREEPS LIKE DOC OCK AND MYSTERIO, I SOMETIMES FORGET HOW WEIRD I MUST APPEAR TO BASICALLY NORMAL FOLKS.

OF COURSE, ANY WEIRDNESS CAN BE HANDY IN A SITUATION LIKE THIS... 'CAUSE I *AM* JUST A WEE BIT GROGGY!

COME BACK, LITTLE BELLA!

TH-THE LIGHT SWITCH! IT'S MY ONLY HOPE!

AND, SUDDENLY...

YEEOOW! WHO TURNED ON THE SUN?!

BELLADONNA HAS MANY SIDE EFFECTS, SPIDER-MAN! KEEP THAT IN MIND, SHOULD WE MEET AGAIN!

AND BY THE TIME THE BELEAGUERED HERO'S VISION RETURNS...

GONE! BOY, SOME SCIENCE WHIZ I AM! HOW COULD I FORGET THAT SOME FORMS OF BELLADONNA ARE USED BY DOCTORS IN EYE EXAMS? O o.

THE STUFF CAUSES THE PUPILS TO DILATE... LET IN MORE LIGHT TO THE RETINA! THAT'S WHY MY EYES ADJUSTED TO THE DARKENED ROOM SO FAST!

OH, WELL... AT LEAST I STOPPED BELLA'S GANG! AND I *DO* HAVE A SAMPLE OF HER GAS, SO I DON'T HAVE TO WORRY ABOUT MY WEBBING FALLING APART AGAIN.

I EVEN BROUGHT THIS ROBBERY TO A SCREECHING HALT... SAVED KINGSLEY AND MYSELF... YEP, I DID EVERYTHING EXCEPT STOP THE VILLAIN!

GREAT... JUST GREAT. I MUST BE THE ONLY GUY IN TOWN WHO CAN WIN AND LOSE AT THE SAME TIME!

NEXT ISSUE:

WHO IS KILLING THE GREAT CRIMELORDS OF NEW YORK? FIND OUT IN "THE VENGEANCE GAMBIT!"

40¢ CC

44 JULY 02199

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

©1980 MARVEL COMICS GROUP

TM

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

SOMEBODY IS KILLING THEM ALL!

MILGROM/RUBINSTEIN

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

THE VENGEANCE GAMBIT!

THE WEATHER IN NEW YORK CAN BE QUITE HARSH. THE WINDS SHRIEK THROUGH ITS CONCRETE CANYONS, AS IF BESEECHING THE MORE FOOLISH OF THE CITIZENRY TO BRAVE THE ELEMENTS OF THE NIGHT... TO RISK BEING LOST FOREVER AMID THE GATHERING DARKNESS.

TONIGHT, VERY FEW ANSWER THE SUMMONS. MOST NEW YORKERS ARE NOT THE FOOLS THE ELEMENTS MIGHT WISH FOR.

BUT, OF COURSE, 'MOST' DOES NOT INCLUDE THE YOUTHFUL ADVENTURER KNOWN AS...THE SPECTACULAR SPIDER-MAN!

PHEW! THAT WIND IS BRUTAL! NIGHTS LIKE THIS, I WISH I'D BEEN BITTEN BY A RADIOACTIVE ACCOUNTANT... INSTEAD OF A SPIDER!

THEN I'D BE AT HOME NOW... SNUGGLING UP TO A WARM LEDGER!

HEY, LOOK AT ALL THOSE CARS! I'M NOT THE ONLY ONE CRAZY ENOUGH TO BE OUT TONIGHT!

Whups. THOSE AREN'T RANDOM CARS... THAT'S A HEARSE IN THE LEAD. IT'S A FUNERAL PROCESSION!

MARV WOLFMAN • STEVE LEIALOHA
WRITER/CO-PLOTTERS/LAYOUTS
ALAN GORDON -- FINISHED ART
M. HIGGINS, Letterer • B. SEAN, Colorist.
DENNIS O'NEIL • JIM SHOOTER
EDITOR EDITOR-IN-CHIEF

LF 129

JUDGING FROM ALL THE LIMOS, THE DEARLY DEPARTED MUST HAVE BEEN PRETTY IN-FLUENTIAL!

I FEEL A LITTLE WEIRD DOING THIS, BUT I SUP-POSE I'D BETTER SNAP A FEW PICS.

YOU NEVER KNOW WHAT BARNEY BUSHKIN MIGHT WANT TO PRINT IN THE *DAILY GLOBE!*

THE PROCESSION GLIDES SILENTLY THROUGH THE DOWNTOWN SIDE STREETS AS THE AN-GRY GALES LASH OUT AGAINST STONE AND STEEL...

INSIDE THE CARS, THE GRIM PASSENGERS ARE EQUALLY SILENT AS THEY STARE AHEAD, A HUNDRED UNANSWERED QUESTIONS CROWDING THEIR THOUGHTS.

AT LAST, THE HEARSE PULLS ALONGSIDE AN OLD, STONE BUILDING. SIX STRONG PALL-BEARERS REMOVE A HEAVY, WOODEN CASKET AND CARRY IT THROUGH THE BUILDING'S OPEN DOUBLE DOORS...

...WHEREUPON THEY GENTLY LOWER THE CASKET ONTO AN AWAITING TABLE. SEVERAL BREATHE IN SHARPLY... OTHERS WIPE COLD SWEAT FROM THEIR FORE-HEADS AS THEY TAKE THEIR SEATS.

BUT ALL OF THEM REMEMBER ONE OLD AXIOM...

REST IN PIECES !

"THERE, BUT FOR THE GRACE OF GOD, GO I."

THEN...

THANK YOU, LADIES AND GENTLEMEN. PLEASE TAKE YOUR SEATS. BEFORE I BEGIN, ARE THERE ANY QUESTIONS?

YEAH! WHY'D YOU MAKE US LUG BIG LOUIE'S BODY OVER HERE?

SURELY YOU KNOW THE ANSWER, HARRY! BIG LOUIE'S LAST REMAINS SERVES AS AN EXAMPLE OF WHAT AWAITS THOSE WHO REFUSE MY UNCLE'S BID TO CONTROL THE MOBS IN NEW YORK!

AS YOU KNOW, SINCE THE *KINGPIN'S* RETIREMENT,* THERE HAS BEEN A GREAT DEAL OF... *Ah*... INDEPENDENT THOUGHT AMONGST THE RANKS OF NEW YORK'S GANGLORDS.

*AMAZING SPIDER-MAN #197--D.

MY UNCLE DOES NOT APPROVE. IN FACT, I BELIEVE HE WARNED YOU ALL PERSONALLY!

BIG LOUIE DID NOT LISTEN. I TRUST THE REST OF YOU WILL BE MORE... ATTENTIVE.

NOW, SHALL WE GET DOWN TO BUSINESS?

IN VIEW OF BIG LOUIE'S UNTIMELY DEMISE, MY UNCLE HAS DECIDED TO GIVE YOU EACH A CHANCE TO PROVE YOUR EAGERNESS TO RECOGNIZE HIM AS THE NEW BOSS OF NEW YORK'S MOBS.

HE HAS PREPARED A LIST OF ITEMS THAT WOULD GO QUITE WELL IN THE DECORATING OF HIS NEW ROOST.

IT MERELY REMAINS FOR YOU TO PERSONALLY PROCURE THOSE ITEMS TO DEMONSTRATE YOUR LOYALTY.

IS ANY ONE OF YOU UNINTERESTED?

THERE IS A MOMENT OF SILENCE. THEN...

I THOUGHT NOT. AS YOU LEAVE, MY ASSISTANT WILL HAND YOU A LIST WITH THE ITEM MY UNCLE WOULD LIKE YOU TO PROVIDE CIRCLED. GOOD EVENING.

AND, AS THE LAST OF THE MOURNERS FILE OUT OF THE ANCIENT BUILDING...

YOU HAVE DONE WELL, MALACHAI. YOU WILL BE REWARDED.

YOUR APPRECIATION IS REWARD ENOUGH, UNCLE!

A DAY PASSES, AND..

I STILL DON'T LIKE THIS. I THINK THE OLD MAN'S GONE *NUTS!*

YOU GONNA ARGUE WITH 'IM, HARRY?

YOU CRAZY? AFTER WHAT HE DID TO LOUIE? LOUIE WAS THE *STRONGEST* OF US ALL!

OH, NO-- HE *IS* NUTS... LOOK AT WHAT HE WANTS *ME* TO SWIPE!

OBOY, HARRY... THIS AIN'T GONNA BE EASY.

JOEY, TELL ME SUMTHIN' I DON'T KNOW! *JEEZ!*

THERE IS SCREAMING EVERYWHERE-- JOYOUS SHOUTS CELEBRATING THE NEW YEAR ARE HEARD ON EVERY STREET IN NEW YORK'S FAMED CHINATOWN..

IT IS **THE YEAR OF THE MONKEY**... QUITE AN APPROPRIATE YEAR FOR HARRY DOLENZ, WHO IS ABOUT TO MAKE A MONKEY OF HIMSELF!

I DON'T LIKE THIS ONE BIT... GOTTA GO OUT AND STEAL THAT BLASTED JADE BY *MYSELF!*

I AIN'T STOLE NOTHIN' BY MYSELF SINCE I FIRST SWIPED THE CANDY OUTTA MR. GILROY'S STORE AS A KID!

AN' WHY'D THE OLD BIRD HAVE TO PICK *TONIGHT?* PEOPLE CROWDIN' EVERYWHERE... HOW AM I EVER GONNA GET TO IT WITHOUT BEIN' SEEN?

HEY, WATCH WHO YER-- *Huh?*

IS THAT ONE OF BLACK ALFRED'S MEN? YEAH... IT'S GOTTA BE!

I HEARD HE WANTS TO TAKE OVER THE MOBS HIMSELF! WELL, I DON'T WANT NO PART OF THAT.

DON'T WANNA END UP LIKE BIG LOUIE!

BLACK ALFRED MUST BE TRYING TO STOP ME FROM MAKIN' THE HEIST--

GUN FAT CHOW

WELL, I AIN'T AFRAID OF ALFRED...

MY MEN'VE TAKEN ON HIS GOONS MORE'N ONCE AND COME OUT WINNERS.

BAM!

HUH? THEY'RE SHOOTIN' AT ME! GOTTA DUCK!

UHHH... FORGOT... THOSE ARE FIRECRACKERS ... THINK I'M LETTIN' MY IMAGINATION GO CRAZY...

BAM! BAM! POW KAPOW

THIS PLACE IS GIVIN' ME THE SPOOKS... GOTTA GET OUTTA HERE SOON AS I GET WHAT THE NEW BOSS SENT ME FOR.

POW!

INSIDE THAT TEMPLE... THE NEW YEAR'S JADE!

KAPOW! BAM!

BAM! BLAM!

'SIDES I DON'T SEE ANY OF BLACK ALFRED'S MEN ANYMORE... MUST'A JUST THOUGHT I DID...

HE WANTS THIS AS A DECORATION? MAN, IT'S EVEN UGLIER THAN HE IS!

YEAR OF THE MONKEY

WELL, IF THAT'S WHAT HE WANTS... I'LL GET IT FOR HIM!

POW KAPOW

THEN I'M GETTING OUT OF HERE!

KRASH!

BAM! POW! KAPOW!

NO USE HANGING AROUND... NOT WITH ALL THEM SLOBS OUT THERE!

BAM BAM

POW KAPOW

POW

POW

GOT IT... NOW I'M SAFE! THERE'S NO ONE TO STOP ME NOWWWWWW!!

BAM

MEANWHILE, HIGH OVERHEAD...

FOR ONCE, BUSHKIN GAVE PETER PARKER A FUN ASSIGNMENT! COVERING THE CHINESE NEW YEAR CELEBRATION IS A GAS!

IT'S FUNNY, THOUGH--I LIVE LESS THAN A MILE FROM CHINATOWN, BUT I HARDLY EVER GET DOWN HERE...EXCEPT ON BUSINESS.

I GUESS I'M A TYPICAL NEW YORKER! WHILE THE TOURISTS TAKE IN ALL THE SIGHTS--

--WE NATIVES IGNORE ALL THE GREAT STUFF THIS CRAZY CITY HAS TO OFFER!

OH, WELL... HOME AGAIN, HOME AGAIN, JIGGETY-JIG!

SOON, IN HIS CHELSEA APARTMENT...

HMM, NOW THAT I THINK ABOUT IT, I REALLY DON'T HAVE TIME TO PLAY TOURIST! BETWEEN A FULL SCHEDULE AT *ESU*, AS BOTH TEACHING ASSISTANT AND STUDENT, AND MY WORK AT THE *GLOBE*--

--TO SAY NOTHING OF THE MOMENTS I SPEND AS SPIDER-MAN, I'M LUCKY TO FIND TIME TO CATCH MY BREATH!

NO WONDER MY SOCIAL LIFE HAS DWINDLED TO NIL! WELL, I'LL FIX THAT NEXT WEEK...I PROMISED TO TAKE DEB WHITMAN OUT TO DINNER, AND--*AH!*

LOOKS LIKE THE NEGATIVES CAME OUT PERFECTLY!

AND, IN MOMENTS...

YEAH, CONTACT SHEETS CAME OUT JUST FINE. I'LL LET 'EM DRY AND TOSS 'EM ON BARNEY'S DESK IN THE MORNING.

IF HE LIKES ANY, I'LL ENLARGE 'EM LATER. RIGHT NOW I NEED SOME SLEEP... MY EYES ARE SO BLURRY, I CAN BARELY SEE!

KODAK SAFETY FILM 130 KODAK 12 EXP

BUT, WHILE PETER PARKER TAKES A MUCH NEEDED REST...

YES, UNCLE-- IT'S DOLENZ. IT APPEARS THAT THE REBELLION IN THE RANKS HAS HARDLY COME TO AN END.

NO, MALACHAI. I BELIEVE WE HAVE ONLY ONE DISSIDENT LEFT. FOR THE PRESENT, HOWEVER, I WILL DO NOTHING TO STOP HIM.

INDEED, I ALMOST WELCOME HIS EFFORTS TO GET RID OF OUR DEAD WOOD, SO TO SPEAK.

BUT, SHOULD OUR 'FRIEND' GET OUT OF HAND, THEN I SHALL BE FORCED TO DO SOMETHING QUITE... MESSY.

MORNING AT THE **DAILY GLOBE**...

MAN, I WAS MORE TIRED THAN I THOUGHT... OVERSLEPT AGAIN! I HAVE TO TURN IN THESE PICS AND MAKE A DASH FOR **ESU** BEFORE I'M LATE! I HAVE A CLASS TO TEACH THIS MORNING!

HI, BARNEY! NO TIME TO TALK... HERE ARE THE CHINATOWN PRINTS! HAVEN'T HAD TIME TO CHECK 'EM OUT, BUT THEY LOOK PRETTY CLEAR!

I'M SURE THEY'RE PERFECT, LAD!

OH, BROTHER! THE TRAFFIC IS WORSE THAN EVER! I'D BETTER TAKE TO THE ROOFTOPS!

BESIDES, A SPIDER-MAN CAN GET THROUGH THE CITY A LOT FASTER THAN ANY BUS OR CAB!

AND JUST MINUTES LATER...

MORNING, CLASS! SORRY I'M...

...LATE?

THE OTHERS DECIDED NOT TO WAIT ANY LONGER, MR. PARKER... BUT I KNEW YOU WOULDN'T LET US DOWN!

HARVEY K. FARBER VALUES EDUCATION ABOVE ALL ELSE!

TEACH ME, SIR.

HAVE A SEAT, HARV. IT'S GOING TO BE A LONG DAY.

SEVERAL HOURS LATER, IN THE AREA OF THE FACULTY LOUNGE SET ASIDE FOR TEACHING ASSISTANTS...

THERE'S **WHAT,** BARNEY? YOU'RE KIDDING, AREN'T YOU?

OKAY... OKAY, I'LL BE RIGHT THERE, PRONTO!

SHORTLY...

YOU'RE SURE IT WAS ONE OF MY PICS?

SEE FOR YOURSELF, PETER!

I TELL YOU, M'BOY, YOU GET SCOOPS EVEN WHEN YOU DON'T KNOW IT!

INCREDIBLE! THIS HAS TO BE MY SHOT, BUT I DON'T REMEMBER TAKING IT!

OF COURSE, HALF THE SHOTS WERE TAKEN WITH THE CAMERA ON AUTOMATIC, AS I SWUNG OVER THE CROWD... BUT I'M NOT TELLING BARNEY THAT!

THAT'S DEFINITELY SOMEONE BEING KILLED, BUT WHO? AND WHO DID IT? BOY, THIS IS RIGHT OUT OF ***BLOW-UP!***

SOON, AFTER PETER TAKES HIS LEAVE...

SOMEONE WAS KILLED RIGHT NEAR ME, AND I DIDN'T EVEN KNOW IT.

THE KILLER DIDN'T SET OFF MY SPIDER-SENSES BECAUSE I WASN'T THE ONE IN DANGER.

STILL, THE THOUGHT OF BEING THAT CLOSE... IT MAKES ME SICK TO MY STOMACH! I'M GOING TO GET TO THE BOTTOM OF THIS!

ELSEWHERE...

C'MON, ALFRED-- WE GOT BUSINESS!

SHUT UP, SMITTY. I AIN'T FINISHED WORKIN' OUT YET.

TWO HOURS EVERY DAY, SMITTY-- THAT'S WHAT I DO. THAT'S WHY I'LL BE THE NEW BOSS IN THIS TOWN... INSTEAD OF THAT OLD GEEZER!

THE OTHERS, THEY'RE ALL **FLAB**. ME, I'M SOLID MUSCLE.

TWO HOURS EVERY DAY MADE ME A GANG LEADER! AND THERE AIN'T NO ONE WHO WANTS TO FIGHT ME.

OKAY, TIMES UP! NOW WE GET DOWN TO BUSINESS.

WAY I SEE IT, THIS 'NEW BOSS' IS GONNA COME AFTER ME SOON. I'M SURE HE DIDN'T LIKE US KNOCKIN' OFF DOLENZ...

...EVEN THOUGH BOTH OF US KNEW DOLENZ WAS A SLOB.

ANYWAY, I'M READY TO GO AFTER THE NEW BOSS, NOW.

YOU BETTER **BELIEVE** I'M READY!

FKRAK!

119 STREET AND LENOX AVENUE...

KRASHH!

LINDY LIQUOR

WHERE IS HE, HERMAN?

I WANT HIM NOW!

HEY, BRO--I DON'T KNOW NOTHIN', AN' THAT'S THE GOD'S HONEST TRUTH!

HERMAN, YOU ARE A WORM... AND WORMS LIVE IN THE DIRT.

YOU WANT TO LIVE IN THE DIRT... SIX FEET UNDER?!

HEY, WHY DIDN'T YOU SAY YOU WERE SERIOUS? I'LL TELL YA WHERE TO FIND ALFRED!

WRONG! YOU'LL *SHOW* US!

MEANWHILE...

WELL, CHECKING OUT THE FABLED SCENE-OF-THE-CRIME DIDN'T TELL ME ANYTHING. THIS IS STARTING TO SMELL LIKE A MOB KILLING. EH? WHAT'S THAT COP SAYING?

STEP ON IT, FRANK... THERE'S SOME SORTA TROUBLE UP IN HARLEM!

HMM, SHOULD I SWING UP-TOWN AND GIVE THEM A HAND?

NO... LOOKS LIKE I HAVE ENOUGH RIGHT HERE TO KEEP ME BUSY!

FELLAS, ***FELLAS!*** I'M SURPRISED AT YOU... STEALING ORIENTAL RUGS? DO YOU WANT TO RUIN SINO-AMERICAN RELATIONS?

IT'S SPIDER-MAN!

THAT'S ME, CHUCKLES! AH-***HA!*** NO PUTTING HOLES IN THE COSTUME!

HUH? HE DUCKED... HE MUST HAVE EYES IN THE BACK OF HIS HEAD!

YES, YOU'VE DIS-COVERED MY SECRET...I'M REALLY A MARTIAN!

YOU WILL KEEP THAT TO YOURSELF, WON'T YOU?

NOW, WHERE ARE YOU RUNNING OFF TO? DON'T YOU KNOW THE FUN'S RIGHT HERE? BESIDES--

--YOU FORGOT THE GUN YOU DROPPED! HERE!

WHAK

UNGGH!

HEY, YOU IN THE TRUCK! WHERE'D YOU GET YOUR DRIVER'S LICENSE...SEARS?

POW

SEARS

GET AWAY, BLAST YA!

YOU'RE NOT GONNA DRIVE ME CRAZY WITH YER NUTTY TALK!

YOU'RE RIGHT, IT'D BE MUCH TO SHORT A DRIVE AND SPEAKING OF DRIVING...

...YOU REALLY SHOULD WATCH WHERE YOU'RE GOING! THAT WAS A VERY EXPENSIVE TRUCK YOU JUST WRECKED!

LEMME OUTTA HERE!

HEY, WHAT'S YOUR HURRY?

I-I'M STUCK IN THIS GOOP!

THAT'S THE IDEA. NOW, LET'S TALK!

THERE WAS A MURDER IN CHINATOWN LAST NIGHT. WHAT CAN YOU TELL ME ABOUT IT?

I WOULDN'T TELL YOU NOTHIN'!

YOU WON'T? BOY IS THAT FRUSTRATING!

SPAK

SURE YOU WON'T RECONSIDER?

AH... WHATTAYA WANNA KNOW?

MEANWHILE...

WHAT IS THIS PLACE, HERMAN?

IT'S AN EL... AN ELEVATED TRAIN STATION, MAN. IT'S WHERE ALFRED KEEPS HIMSELF.

SOMETHIN' ABOUT BEIN' BORN UNDER THE EL... WANTIN' TO LIVE HERE, TOO.

LIVE AND DIE HERE, BOY... LIVE AND DIE!

WRONG, MANCINI... NO WAY I'M GONNA DIE!

IT'S AN AMBUSH! ALFRED WAS WAITING FOR US! THAT KID DOUBLE-CROSSED US!

BAM

BAM

YOU GOT IT NOW, MANCINI! HE WAS DOING HIS JOB... JUST AS HE WAS ORDERED TO.

ARGHHHHH!!

SZZAK

HOOWEEEE! THEY BOTH HIT THE 'LECTRIFIED THIRD RAIL! THERE AIN'T HARDLY NOTHIN' LEFT OF 'EM.

CERTAINLY NOT ENOUGH TO SERVE THEIR NEW BOSS.

TWO DOWN, HERMAN... TWO TO GO... AND THEN THE NEW BOSS HIMSELF.

YOU'RE GONNA TAKE ON THE NEW BOSS, TOO?

YOU BET, HERMAN... I'M GONNA CLIP HIS WINGS--

--AND WHEN I DO, THIS CITY WILL BELONG TO ME!

MEANWHILE, ACROSS MANHATTAN...

ONCE THAT GOON STARTED TALKING, I THOUGHT HE'D NEVER STOP. AT LEAST I LEARNED THAT THE BODY WAS TAKEN TO A PLACE THE TAYLOR BUILDING.

AND, SINCE I DON'T WANT TO BLUNDER INTO SOME TRAP--FOR ONCE I'M ACTUALLY GOING TO CHECK OUT A FEW FACTS.

AH, THIS LOOKS LIKE THE ROOM I NEED!

ONE OF THESE DAYS I OUGHT TO TELL D.A. TOWER THAT THE SECURITY AROUND HIS FILE ROOM IS ROTTEN!

SOMETHING TELLS ME THE ROCKETTES COULD SNEAK IN HERE WITHOUT ANYONE KNOWING IT!

6071

LET'S SEE... WELL! THE TAYLOR BUILDING IS PRESENTLY OWNED BY ONE MALACHAI TOOMES...

... AND TOOMES IS APPARENTLY A RELATIVE OF AN OLD SPARRING PARTNER OF MINE IF HE'S INVOLVED... HOO-BOY!

SOON...

WELL, AT LEAST I'M CERTAIN I'M ON THE RIGHT TRACK... I THINK. TOOMES' UNCLE IS CERTAINLY DEADLY ENOUGH, BUT I'VE NEVER KNOWN HIM TO GET INVOLVED IN MOB ACTIVITY.

STILL, I GUESS THERE'S A FIRST TIME FOR EVERYTHING.

I GET THE NAGGING FEELING THAT THERE'S A LOT MORE GOING ON HERE THAN THERE APPEARS TO BE. BUT, THERE'S ONLY ONE WAY TO FIND OUT WHAT... THE HARD WAY!

AND, AS SPIDER-MAN SWINGS ACROSS TOWN, NOT TOO FAR AWAY...

ONE THING I GOTTA SAY ABOUT OUR WOULD-BE NEW BOSS... HE DOES HAVE STYLE! THIS IS THE ITEM ON THE LIST THAT I WAS SUPPOSED TO GET FOR HIM.

IT'LL LOOK REAL NICE IN MY OFFICE, WON'T IT?

SURE WILL, ALFRED. HEY, YOU WANT US TO CARRY OFF ALL THIS JUNK?

YOU KNOW IT! I DON'T THINK THE FORMER OWNER HERE IS GONNA MISS IT! STRIP THE PLACE BARE!

I'LL SEE YOU LATER. I GOT... BUSINESS AT THE TAYLOR BUILDING.

GOTCHA, BOSS!

THERE SHE IS... THE TAYLOR BUILDING.

ACCORDING TO THE POLICE FILE, SHE BELONGED TO SOME MILLIONAIRE BACK IN THE 20'S...

A REALLY RESPECTED PILLAR OF THE COMMUNITY, DIDN'T HAVE A SINGLE ENEMY... AND THEN, ONE DAY, THEY DISCOVERED WHY!

IF ANYONE EVER SAID BOO TO OLD MAN TAYLOR, HE'D FEED THEM TO THE FURNACE IN HIS BASEMENT.

UH-OH! MY SPIDER-SENSE IS GOING NUTS. IF I'M IN THAT MUCH DANGER, I'D BETTER TRY FOR A FRONTAL ATTACK!

IT'S SPIDER-MAN!

YOU KNOW WHAT THE **BOSS** SAID-- **KILL HIM!**

WHAT? THE OLD LET'S-DO-IN-SPIDER-MAN BIT?

C'MON, GUYS--I'VE GONE THROUGH THIS A **THOUSAND** TIMES!

CAN'T YOU PUGS EVER COME UP WITH SOMETHING **NEW?**

WHAM

KAPLAM

OR HOW ABOUT, "IT'S SPIDER-MAN. GEE, HE'S A NICE GUY."

I'M AFRAID, SPIDER-MAN, THAT THE ONLY PARTY WE'D WISH TO HOLD IS THE ONE CELEBRATING YOUR **DEMISE!**

HOW ABOUT, "LOOK, IT'S SPIDER-MAN--LET'S HAVE A PARTY FOR HIM!"

EXCUSE ME, CREEPS... IF THAT'S MALACHAI TOOMES, **HE'S** THE GUY I WANT TO SEE!

THUK

...IF I HAVE TO GO THROUGH YOU TO FIND HIM! SO DON'T STAND IN MY WAY.

LISTEN UP, TOOMES! SOMEONE WAS **MURDERED**, AND I INTEND TO FIND THE MURDERER...

ACTUALLY, THERE HAVE BEEN SEVERAL MURDERS OF LATE...

...MOST OF THEM ENGINEERED BY A GENTLEMAN NAMED ALFRED.

IS THAT SO?

YES, NOT THAT THAT INFORMATION WILL DO YOU MUCH GOOD, ONCE YOU ARE DEAD!

WHAT? OH, NO... COMING OUT OF YOUR CARNATION...

...NOT :KOFF: GAS :KAFF: AGAIN! JUST FOUGHT... A LADY... WHO USED GAS!* YOU'D THINK... I'D... LEARNNN:

*SEE LAST ISSUE:--D.

NOW, GENTLEMEN, I TRUST YOU KNOW WHAT TO DO!

SHORTLY, AS SPIDER-MAN AWAKENS...

GENTLEMEN, YEARS AGO, THIS BUILDING WAS THE SCENE OF MANY A MURDER. WE ARE GATHERED HERE TO CONTINUE IN THAT GRAND TRADITION.

SPIDER-MAN Rest in Pieces

UNNGH?

TONIGHT, MY UNCLE WISHES TO PRESENT ***THE DEATH OF SPIDER-MAN!***

EH? WHAT'S GOING ON?

WHAT THE HEY?! I'M MOVING!

I'I'M CHAINED UP IN A *COFFIN!* A-AND IT'S ON A TREAD-MILL TO... UH-OH!

IF THIS IS WHAT I THINK IT IS, SOME-BODY'S BEEN SEEING TOO MANY JAMES BOND FILMS!

UHNH... BLASTED GAS HAS LEFT ME WEAK. CAN'T BREAK THESE CHAINS... I CAN BARELY MOVE MY HANDS.

STRUGGLE IS QUITE USELESS, SPIDER-MAN. WHEN JEREMIAH TAYLOR BUILT HIS FUR-NACE, HE MADE CERTAIN THAT ESCAPE FROM IT WAS IMPOSSIBLE!

THE TEMPERATURE IS INCREASING... ONE THOUSAND DEGREES AND RISING! I DARE SAY, SPIDER-MAN--

YOU WILL BE DEAD LONG BEFORE THE FLAMES ACTUALLY CONSUME YOU. ISN'T THAT RIGHT, UNCLE?

QUITE RIGHT, MALACHAI! FARE-WELL, SPIDER-MAN! THIS IS A PLEASURE I HAVE LONG AWAITED!

THAT VOICE... THEN MY SUSPICIONS WERE RIGHT! YOU ARE BEHIND THIS!

OF COURSE! WHO ELSE COULD HAVE ENGINEERED YOUR END BUT...

THE VULTURE!!

AND I SHALL GO DOWN IN ALL THE HISTORY BOOKS AS *THE MAN WHO MURDERED SPIDER-MAN!*

NO!

NEXT ISSUE

WINGS OF FIRE, WINGS OF FEAR!

40¢ CC
45 AUG 02199

©1980 MARVEL COMICS GROUP TM

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

HE'S BACK--THE VENGEFUL VULTURE!

THE HEAT IS WITHERING, BUT SPIDEY CAN'T FEEL IT--YET...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

WINGS OF FIRE, WINGS OF FEAR

HA-HA-HA! I SHOULD HAVE INVOLVED MYSELF WITH ORGANIZED CRIME YEARS AGO-- EH, MALACHAI?

YES, UNCLE!

NOW, NOT ONLY DO I HAVE CONTROL OF NEW YORK'S MOBS FIRMLY IN MY HANDS, BUT I HAVE SPIDER-MAN RIGHT WHERE I WANT HIM--

--GASSED, BOUND, AND HELPLESS! TONIGHT THE *VULTURE* HAS HIS VENGEANCE! TONIGHT, SPIDER-MAN *DIES!*

NO TIME TO EXPLAIN WHAT'S HAPPENING, MARVELLITE. JUMP ABOARD AND WE'LL FILL YOU IN AS WE GO ALONG.

LF155

ROGER STERN, WRITER
MARIE SEVERIN, PENCILER
STEVE MITCHELL, INKER
MICHAEL HIGGINS, LETTERER
GLYNIS WEIN, COLORIST
DENNIS O'NEIL, EDITOR
JIM SHOOTER, EDITOR-IN-CHIEF

IT'S ALL I CAN DO TO STAY AWAKE!

THE GAS THE VULTURES NEPHEW USED ON ME* HAS ME SO GROGGY... IT'S A CHORE JUST TO THINK STRAIGHT!

*LAST ISSUE.-- DENNY.

SLOWLY, INEXORABLY, THE COFFIN BEARING SPIDER-MAN PASSES TROUGH AN OPENING IN THE CHAMBER WALL.

AND THEN, AS A CONCEALING PORTRAIT SLIDES INTO PLACE BEHIND HIM, THE MASKED ADVENTURER IS BORNE ONWARD--TOWARDS THE OPEN MAW OF A BLAZING FURNACE!

JUST MY LUCK, THE VULTURE HAD TO SET UP SHOP IN A MANSION WITH ITS OWN TORTURE CHAMBER! I HAVE TO GET OUT OF THIS MESS!

EEEE

OH, NO! THE FORCE OF MY LEAP KNOCKED THE COFFIN SIDEWAYS ON THE TREADMILL! IT'S STUCK IN THE MOUTH OF THE FURNACE

AND AS THE FURNACE CHAMBER FILLS WITH SMOKE AND FLAME--

--IN THE ROOM BEYOND...

I'D SAY THIS CALLS FOR A TOAST, UNCLE!

THAT DOES IT, MALACHAI! GATHER ROUND, BOYS!

HERE'S TO THE DEATH OF THE ONE MAN WHO EVER TRULY THWARTED ME... SPIDER-MAN!

AFTER THE BEATIN' HE GAVE US* I'LL SURE DRINK TO THAT!

*LAST ISSUE.--D.

BUT, THE GLASSES ARE BARELY RAISED, WHEN...

YOU WANT TO SAVE ME A LITTLE OF THAT BUBBLY, VULTURE? I GOT YOUR TRINKET!

WELL... BLACK ALFRED! COME IN. LET'S SEE WHAT YOU HAVE THERE!

I THINK YOU'LL FIND THAT THIS FIGURINE IS THE ONE I WAS 'SPOSED TO BOOST FOR YOU... AS MY LOYALTY TEST.

LOOKS LIKE I'M THE FIRST OF THE BIG BOYS TO COME ACROSS, HUH?

YES, YOU ARE, ALFRED. MOST OF THEM HAVE MET WITH ACCIDENTS.

THANK YOU, I CAN MAKE GOOD USE OF THIS--

--YOU FOOL! DID YOU THINK I WAS UNAWARE OF YOUR ACTIVITIES? I KNOW OF YOUR AM-BITIONS TO RUN THE CITY'S MOBS!

=WHUUNGH=

THAT'S WHY I CAME UP WITH THIS MINDLESS LOYALTY TEST FOR NEW YORK'S GANGLORDS... I KNEW YOU WOULD LIQUIDATE YOUR RIVALS, AND SAVE ME THE TROUBLE OF WEEDING OUT THE DEAD WOOD FROM MY NEW ORGANIZATION!

I EVEN KNEW THAT YOU PLANNED TO ELIMINATE ME. YOU SHALL NOT SUCCEED, NEEDLESS TO SAY!

YOU... USED ME! YOU USED ME JUST LIKE I WAS SOME FLUNKY! ME... THE GUY WHO TOOK OVER THE HARLEM MOBS WHEN MORGAN WAS SENT UP THE RIVER! *

*FOLLOWING INDISCRETIONS IN MARVEL TEAM-UP #88.--D.

OF COURSE, I USED YOU! YOU'RE MUSCLE, ALFRED--AND YOU'RE GOOD, I'LL GRANT YOU--BUT YOU'RE ONLY MUSCLE! THAT'S ALL YOU'LL EVER BE!

BULL, MAN!

THIS 'MUSCLE' IS ONE BUCK WHOSE GONNA BE BOSS! I WORKED FOR IT... I EARNED IT...

...AN' NO OLD FOSSIL IS GONNA TAKE IT AWAY FROM ME!

YOU THINK YOU CAN ATTACK ME? VERY WELL...GO AHEAD AND TRY!

MY WRIST! NO...Y-YOU'RE AN OLD MAN! YOU **CAN'T** HOLD ME!

I AM THE ***VULTURE,*** FOOL! DON'T THINK YOU CAN APPLY YOUR PUNY IDEAS OF STRENGTH TO ME!

THE THUGS SMILE KNOWINGLY, AS THE VULTURE SHAKES ALFRED ABOUT LIKE A TOY!

AND, AT THE BACK OF THE ROOM, MALACHAI TOOMES FAILS TO NOTICE THE FURNACE TEMPERATURE GAUGE CREEPING UP AND UP...

...THE FLAMES RAGING HIGHER IN THE FURNACE CHAMBER UNTIL...

WHAT? SPIDER-MAN... ***ALIVE?!***

KRABOOM

HOLY--!

=KOFF-KOFF= MAN-O-MAN. ANOTHER FEW SECONDS AND I WOULD HAVE BEEN THE WORLD'S FIRST BROASTED WALL-CRAWLER!

IF I HADN'T BEEN ABLE TO WEB MYSELF A LITTLE PROTECTION, I WOULD WEAKENED LONG BEFORE THE WALL DID!

RELEASING HIS HASTILY SPUN WEB LINES, THE STILL-CHAINED SPIDER-MAN DEFTLY TUMBLES ACROSS THE ROOM, FOLLOWED CLOSELY BY A WALL OF SMOKE AND FLAME!

THE FURNACE! I FORGOT TO SHUT IT DOWN!

CRIMENY! THE THING'S BURNIN' OUTTA CONTROL!

I DON'T KNOW WHAT'S GOING ON, BUT I'M NOT WAITING AROUND TO FIND OUT!

COME, MALACHAI-- THIS PLACE WILL BE ENGULFED IN FLAMES IN JUST A MATTER OF MINUTES!

BUT, UNCLE-- WHAT ABOUT THE OTHERS?

WELL? WHAT ABOUT THEM?

THE FIRE IS CUTTIN' US OFF FROM THE ONLY WAY OUTTA HERE! THE VULTURE... HE'S LEAVIN' US HERE TO DIE!

SURE LOOKS THAT WAY, DOESN'T IT? YOU BOYS HAVE A REAL SWEET-HEART OF A BOSS THERE!

THIS'S ALL YOUR FAULT!

ONE GOOD THING HAS COME OUT OF ALL THIS EXCITEMENT AND DANGER... I'VE MANAGED TO CLEAR MY HEAD. NOW, IF I STRAIN JUST RIGHT--! ≷UNGH≷

YOU BUM! IF WE WEREN'T ALL ABOUT TO DIE, I'D KILL YA!

AH! THE OLD SPIDER-STRENGTH IS BACK IN ALL ITS GLORY!

DO YA HEAR ME? I SAID... HEY.

WHATCHA DOIN'?

SNAP

SNAP

SNAP

ME? I'M GETTING COM-FORTABLE. YOU WANT TO LIVE?

UH... UH... YEAH.

THEN SHUT UP AND GIVE ME A LITTLE ROOM!

BOY, IT DIDN'T TAKE LONG FOR THOSE FLAMES TO SPREAD! THE CEILING LOOKS TO BE THE BEST WAY OUT OF THIS INFERNO.

H-HEY, WHERE ARE YA GOING?

ISN'T IT OBVIOUS? UP!

AFTER ALL, THIS CEILING IS ONLY 20-FEET HIGH!

BUT, WHAT ABOUT US? Y-YOU CAN'T LEAVE US HERE TO FRY! YOU GOTTA SAVE US!

BOY, YOU GUYS CAN BE SUCH PESTS! JUST A FEW MINUTES AGO, YOU WERE LEADING CHEERS AS OL' VULCHY FED ME TO THE FURNACE-- AND NOW YOU WANT ME TO SAVE YOU!

I MEAN, WHAT KIND OF CLASS IS THAT? THE LEAST YOU DO IS SAY, "OH, PLEASE FORGIVE US, MR. SPIDER-MAN!"

TSK-TSK! NOW LOOK WHAT I'VE DONE!

IT'S REALLY A SHAME ABOUT THE SHODDY CONSTRUCTION IN THESE OLD MANSIONS THINK THAT THEY'D MAKE THE CEILINGS STURDIER!

OH, WELL... WHAT WAS IT PAUL SIMON SAID? "ONE MAN'S CEILING IS ANOTHER MAN'S FLOOR!"

HEY, WHAT ABOUT US?

TALK ABOUT YOUR ONE-TRACK MINDS! OKAY, OKAY! HOLD STILL AND I'LL HAUL YOU UP!

THWIPP

GET BACK--I'M FIRST!

DIDN'T THE VULTURE TEACH YOU FELLAS ANY MANNERS? NOW BE NICE, OR THERE'LL BE NO DESSERT FOR ANY OF YOU!

SHORTLY...

ARE WE ALL ACCOUNTED FOR? GOOD! NOW STICK CLOSE, AND I'LL LEAD YOU ALL OUT OF HERE!

COME ON, STEP LIVELY... I DON'T WANT ANY DAWDLING OR TALKING TO YOUR NEIGHBOR!

HMMM, MAYBE I'VE BEEN A A TEACHING ASSISTANT TO LONG--I'M STARTING TO SOUND LIKE MR. ROGERS!

SOON, OUTSIDE...

WEEOOOOOOO

AH, THE DULCET SOUNDS OF POLICE, FIRE, AND EMERGENCY VEHICLES! SOMEONE MUST HAVE TURNED IN AN ALARM!

HEY, WHAT GIVES? OUR HANDS ARE STUCK TO THIS STUFF!

THAT'S THE WHOLE IDEA, CHUCKLES!

AND SO, WHEN THE POLICE ARRIVE, JUST MINUTES LATER...

IT'S ABOUT TIME YOU GUYS GOT HERE! CUT US FREE, WILL YA?

THAT MISERABLE...

WELL, IF IT AIN'T ARNIE MORAN AND THE BOYS! LET ME GUESS... SOMEONE CAUGHT YA PLAYIN' WITH MATCHES, AND LEFT YA HERE FOR OL' SARGE TO SLAP YOUR HANDS--RIGHT?

LOOK, JUST TAKE US IN, OKAY? AN' GET SOMETHIN' SHARP TO CUT THIS STUFF... IT'S STRONGER THAN PIANO WIRE!

HEY, SARGE, THAT'S NOT ROPE! THAT'S SOME SORT OF...WEB!

MEANWHILE, BEHIND THE BURNING MANSION...

UNCLE, EVERYTHING WE'D WORKED TO SET UP... ALL OUR ART TREASURES... ARE GOING UP IN FLAMES!

THERE, THERE, MALACHAI! THE WORLD IS FULL OF RICHES. THIS IS BUT A MINOR SETBACK!

BUT, UNBEKNOWNST TO THE VULTURE, HE AND HIS NEPHEW WERE NOT THE ONLY ONES TO ESCAPE BY THE BACK WAY...

MINOR SETBACK, HUH? YOU JUST KEEP THINKIN' THAT, VULTURE... IT'LL MAKE THIS REAL EASY FOR ME!

TAKING ONE LAST LOOK AT THE BURNING STRUCTURE, THE VULTURE FAILS TO NOTICE THE GANGSTER CROUCHING AMID THE TRASH CANS.

HIS MIND IS TOO TAKEN WITH THE NOTION THAT HIS ARCH-FOE SPIDER-MAN MUST SURELY BE DEFEATED!

HE IS, OF COURSE, WRONG...

...FATALLY WRONG!

I SUPPOSE YOU HAVE THE PROPER ATTITUDE, UNCLE--

--STILL, I WISH WE HAD TIME TO SAVE SOMETHING. WHEN I LOOK... BACK... ON...

NO! NO, YOU--!

MALACHAI!

BLAM

AND IN THE ALLEY..

YOU! YOU KILLED HIM! YOU KILLED THE ONLY BEING ON THE FACE OF THE EARTH WHOM I COULD TRUST!

OH, NO! M-MY GUN'S JAMMED!

WERE IT NOT FOR MALACHAI COMING TO MY RESCUE WHEN I LAY HELPLESSLY AT THE BOTTOM OF A SUBWAY EVACUATION*--

*ISSUE #5--D.

--I WOULD HAVE BEEN CAPTURED BY THE POLICE! HE WAS MY ONLY LIVING RELATIVE...

...AND... YOU... KILLED... HIM!!

WITH THE FIRST PUNCH, THE VULTURE'S ANGER BECOMES ALL-CONSUMING!

HE CANNOT EVEN SPEAK! ALL HE CAN DO IS STRIKE HIS PREY... AGAIN AND AGAIN AND AGAIN!

CAUGHT OFF GUARD BY THE FEROCITY OF THE ATTACK, ALFRED CANNOT BEGIN TO DEFEND HIMSELF. HE CAN ONLY REEL BACK AGAINST THE HARD ALLEY WALL, AS HE FEELS HIS JAW AND CHEEK BONES CAVE IN.

AND, AS HE LOOKS UP THROUGH PUFFY, SWELLING EYELIDS, HE NO LONGER SEES THE VULTURE...

HE SEES ONLY DEATH!

BUT BEFORE DEATH CAN DELIVER ITS FINAL BLOWS..

LOOKS LIKE I GOT HERE NOT A MOMENT TOO SOON. THE VULTURE IS BEATING THAT GUY WITHIN AN INCH OF HIS LIFE! AND OL' MALACHAI... IS HE--?

I'M NOT SURE WHAT'S HAPPENED HERE, BUT IT LOOKS NONE TOO SAVORY!

OKAY, VULTURE-- LAY OFF OF THE MAN! LET'S LEAVE A LITTLE SOMETHING FOR THE POLICE TO HAUL AWAY!

YOU! IT CANNOT BE!

AM I NEVER TO BE RID OF YOU? MUST I BEAT THE LIFE OUT OF YOU MYSELF?!

'FRAID SO, VULCH! I GUESS I'M YOUR FRIENDLY NEIGHBORHOOD BAD PENNY TONIGHT--I JUST KEEP TURNING UP!

OF COURSE, IF YOU WANT TO BEAT ME, FIRST YOU HAVE TO HIT ME!

AND IF YOU KEEP TELEGRAPHING YOUR PUNCHES LIKE THAT, NOT ALL OF WESTERN UNION WILL BE ABLE TO HELP YOU!

BAH! YOUR ACCURSED SPEED WON'T KEEP YOU OUT OF MY REACH FOR LONG!

THE VULTURE IS ALSO A CREATURE OF GREAT SPEED AND POWER!

WHEW! HE ISN'T KIDDING! THE POWER PACK IN HIS FLYING SUIT BOOSTS HIS STRENGTH TO A POINT WHERE HE'S ALMOST IN *MY* LEAGUE!

JUST THEN...

I JUST HEARD A SHOT BACK THIS WAY!

SERVICE ENTRANCE

OKAY, TAKE IT SLOW AND EASY IT'S GETTIN' AS BLACK AS PITCH BACK HERE!

THE POLICE! DID THEY HAVE TO SHOW UP NOW? ANOTHER COUPLE OF MINUTES AND I MIGHT HAVE WORN VULCHY OUT, BUT NOW--!

EH? THAT NOISE BEHIND ME... THE POLICE? NO, I'M NOT READY TO FIGHT THEM ***AND*** SPIDER-MAN!

IT'S TOO LATE FOR THIS ONE, MIKE. WHAT ABOUT YOUR GUY?

STILL ALIVE, BUT NONE TOO HEALTHY LOOKING. I THINK... ***HEY!*** THIS IS ALFRED LEROY TOOKS--THE FELLA THEY CALL BLACK ALFRED!

AN' LOOK! LOOK DOWN THERE!

IT'S SPIDER-MAN... AN' THE VULTURE!

HEY... ***HALT!*** HALT OR I'LL SHOOT!

WE SHALL CONTINUE THIS ANOTHER TIME, SPIDER-MAN... YOU CAN COUNT ON IT!

THIS IS GOING REAL BAD! THE VULTURE HAS A HECKUVA MAD-ON... I HALF EXPECTED HIM TO TURN ON THE COPS! I CAN'T LET HIM GET AWAY NOW!

IN HIS PRESENT STATE OF MIND THERE'S NO TELLING WHAT HE MIGHT DO!

EH? DO YOU NEVER LEARN, SPIDER-MAN? THE AIR IS MY ELEMENT-- IN THE SKIES I AM INVINCIBLE!

YOUR RASH MOVE WILL COST YOU YOUR LIFE!

THWIP

BLAM

GUESS I'M JUST A SLOW LEARNER, BALDY! BUT TELL ME, IS IT TRUE THAT ALL OF YOU COSTUMED CUT-UPS HAVE THE SAME GAG-WRITER?

TH-THEY GOT CLEAN AWAY! I NEVER SAW ANYTHING LIKE IT!

TAKE...ME... IN! I... SHOT MALACHAI TOOMES. DON'T LET THE VUL-TURE GET ME!

FLETCHER, DO YOU SUPPOSE THINGS LIKE THIS HAPPEN IN THIS PRECINCT OFTEN?

I DON'T KNOW, MIKE... BUT I'LL TELL YA, THAT McDONALDS FRANCHISE I WAS THINKIN' ABOUT SOUNDS BETTER ALL THE TIME.

MEANWHILE, HIGH ABOVE THE NIGHT-DARKENED STREETS OF MANHATTAN...

I DON'T BELIEVE IT-- THE VULTURE'S PULLING ME AROUND LIKE I'M NOTHING! HE'S FASTER THAN EVER!

WHATEVER HAPPENED TO THE THEORY THAT PEOPLE GOT ***SLOWER*** AS THEY GOT OLDER.

UH-OH, HE'S REALLY OUT FOR BLOOD THIS TIME! HE'S VEERING IN CLOSE TO THESE BUILDINGS-- TRYING TO SCRAPE ME OFF LIKE A PESKY BUG!

AND WE'RE COMING IN SO FAST, THERE'S NOT GOING TO BE ANY TIME TO DODGE!

YEOWTCH! BOY, AM I EVER GOING TO BE BLACK-AND-BLUE IN THE MORNING!

HEY, TAKE IT EASY, WILL YOU, VULCHY? THESE COSTUME REPAIRS COST A FORTUNE!

OH, YOU WANT IT EASY, DO YOU?

YARRGH!

YOU'VE ALWAYS BEEN A FAST ONE WITH A QUIP, SPIDER-MAN THAT'S WHY IT WILL BE MY GREAT PLEASURE TO FINALLY SHUT THAT SMART MOUTH OF YOURS--

--FOR ALL TIME!

SHUCKS, FEATHERS, CAN'T YOU TAKE A LITTLE KIDDING?

WHAT A STUPID QUESTION! OBVIOUSLY, THE ANSWER IS 'NO!' I'D BETTER SKITTER UP THIS WEB BEFORE HE KNOCKS ME SILLY!

WHAT THE HEY--?!

SURPRISED, SPIDER-MAN? YOU ARE NOT THE ONLY ONE CAPABLE OF ACROBATICS!

YEAH? WELL, THANKS FOR THE NEWS FLASH, BALDY--

--BUT I REALLY DON'T THINK AN AERIAL BACK-FLIP IS GOING TO--WHAUGH!

YOU... THINK? HAH!

IF YOU COULD THINK, YOU WOULD NEVER HAVE DARED CHALLENGE ME THAT FIRST TIME, YEARS AGO!

KRESH

WHUUU:

THAT PUNCH DIDN'T DO ANY MORE THAN CROSS MY EYES FOR A MINUTE-- BUT SMASHING INTO THAT STAIR HOUSING HURT! I'M PROBABLY CRAZY TO TRY THIS--

--BUT RIGHT NOW, PLAY-ING POSSUM IS THE ONLY WAY I CAN CATCH MY BREATH! I HOPE THIS WORKS!

HAH-- I KNEW YOU COULDN'T STAY CONSCIOUS MUCH LONGER!

WELL, I'LL BE--! HE FELL FOR IT!

NOW, AS SOON AS I RID MYSELF OF THIS DRATTED WEBBING, I'LL FLY HIM UP TO A NICELY FATAL HEIGHT... AND WATCH HIM FALL!

WHAT THE DEVIL?! IT WON'T BREAK!

THAT'S RIGHT!

THIS CAN'T BE! THE LAST TIME WE FOUGHT, I WAS ABLE TO BREAK THROUGH HIS WEBBING WITH EASE!

I THINK I CAN--}UHN{--UNWEAVE IT FROM MY LEG, BUT THE WEBBING ITSELF SHOWS NO SIGNS OF GIVING! COULD HE HAVE IMPROVED HIS WEB THAT MUCH?!

MMMMM... COULD BE!

EH?

I'M REALLY SURPRISED AT YOU, VULCHY! IF MEMORY SERVES ME, THIS IS THE SECOND TIME YOU'VE FALLEN FOR THE OLD PLAYING POSSUM BIT.'*

AND YOU SAID I NEVER LEARNED!

*THE FIRST TIME WAS IN PPTSS #5. --D.

ANYWAY, I FIGURE I OWE YOU A COUPLE--ONE FOR TOSSING ME IN THAT FURNACE, AND ANOTHER FOR PUTTING THE HOLES IN MY OUTFIT!

YOU KNOW, VULCH--I HAVE TO ADMIT THAT YOU'RE A PRETTY TOUGH OLD BIRD... BUT I'M TOUGH, TOO. SEEMS LIKE WHENEVER WE'VE FOUGHT BEFORE, I'VE EITHER BEEN SICK OR HURT SOMEHOW.

WELL, THIS TIME I'M IN THE BLOOM OF HEALTH. SORRY I CAN'T SAY THE SAME FOR YOU, BUT THAT'S WHAT YOU GET FOR PLAYING WITH THE BAD BOYS!

YOU HAVEN'T STOPPED ME YET! I CAN PLAY THE BLUFF, TOO!

UH-HUH, BUT NOT TOO WELL! MY SPIDER-SENSE PICKED UP ON THAT BLUFF RIGHT AWAY. NOT THAT HE'S FAKING MUCH...

...HE'S STILL PUNCHY FROM THOSE LICKS I GOT IN!

THAT WEB-BING ON HIS LEG WILL BREAK-DOWN SOON... I'D BETTER SNAG HIM AGAIN OR-- ***RATS!*** JUST MISSED HIM!

EVEN REELING FROM A PUNCH, THE VULTURE IS STILL INCREDIBLY FAST! I'D BETTER GRAB HIM BEFORE HE GETS TOO HIGH!

IF I SWING AROUND THE CORNER OF THIS BUILDING, I OUGHT TO HEAD HIM OFF--

--LIKE SO!

AW, COME ON, VULCHY! WHAT'S YOUR HURRY? DON'T YOU WANT TO PLAY ANY MORE?

OUT OF MY WAY... I'LL DEAL WITH YOU LATER!

LATER? OKAY, HOWZABOUT IF I JUST HANG ON BACK HERE TILL YOU'RE READY?

NO, YOU FOOL! YOU'RE THROWING ME OFF BALANCE LET GO OR WE'LL...

CRASH

GRAND CENTRAL TERMINAL

AW, GEEZ!

GRAND CENTRAL STATION... OF ALL THE COCKAMAMIE PLACES TO FALL INTO! IT'S JUST LIKE A BIG BIRD CAGE! THE VULTURE CAN FLAP AND FIGHT IN HERE TO HIS HEART'S CONTENT!

I'D BETTER GRAB MYSELF A PIECE OF WALL... HE'LL PROBABLY HAVE HIS WIND BACK IN A MINUTE!

INDEED, IN LESS THAN SIXTY SECONDS...

SO, YOU FOOL, I SUPPOSE YOU THINK YOU HAVE ME TRAPPED NOW!

NAW, I JUST WEBBED UP THE HOLE WE MADE TO KEEP IN PRACTICE!

BUT YOU WILL HAVE TO GET OUT THROUGH ME! LOTSA LUCK, LAUGHING BOY!

LAND AGOSHEN.

I HAVE TO KEEP TAUNTING HIM, DRAW HIS ATTENTION TO ME, SO HE DOESN'T THINK OF GRABBING A HOSTAGE! THANK HEAVENS THE PLACE IS ALMOST DESERTED!

THAT'S IT, VULCH--GIVE ME YOUR BEST SUCKER PUNCHES! I'LL JUST ROLL WITH THEM--

--AND LET MY REFLEXES DO THE... REST?

OH, NO!

SHEESH! WHO WOULD HAVE THOUGHT THAT CLOCK WAS SO FRAGILE?

LEMME OUTTA HERE!

NOW LOOK WHAT YOU MADE ME DO!

WHAT I MADE--? HAVE YOU GONE MAD?

I HAVEN'T **GONE** MAD, MAD, VULTURE-- I **AM** MAD!

KRAK

MAINLY, I'M MAD AT MYSELF...FOR PULLING MY PUNCHES LAST TIME! BUT THEN, THAT'S THE PROBLEM FIGHTING A BIRD LIKE YOU--

--I KEEP FEELING LIKE I'M FIGHTING A FEEBLE OLD MAN! I HAVE TO KEEP REMINDING MYSELF-- "HIT HIM HARDER, HE CAN TAKE IT!"

KLUD

HALT OR WE'LL--!

SHOOT? NO, FELLAS... NO NEED FOR GUNPLAY!

I'LL HANDLE BALDY HERE!

THEN YOU SHOULD NEVER HAVE TURNED YOUR BACK, FOOL!

PEOPLE UNDERESTIMATE THE VULTURE... ALWAYS UNDERESTIMATE THE VULTURE! THAT'S WHY I SHALL LIVE TO FIGHT ANOTHER DAY!

UH...MORRIE? I THOUGHT YA SAID WE COULD FIND A QUIET SPOT HERE TO SNOOZE!

'SCUZE ME, FELLAS-- I HAVE A BIG BIRD TO CORNER!

THAT DOES IT... I'M GOIN' BACK TO PENN STATION! IT'S SAFER THERE!

REACHING THE TOP OF THE ESCALATORS, SPIDER-MAN SPIES THE VULTURE HEADED TOWARD THE EXIT WHICH LEADS TO THE PAN AM BUILDING...

...AND SUDDENLY, HE REALIZES THAT THE GROGGY VILLAIN DOES NOT SEE THE **ULTRA-HARD GLASS BARRIER** WHICH SEALS OFF THE EXIT!

VULTURE--STOP!

KERASH

LORD, THAT HURT JUST SEEING IT! AT THE SPEED HE WAS GOING, HE'S LUCKY HE DIDN'T BREAK HIS NECK!

M-M-MALACHAI...

HE'S DELIRIOUS!

...HE KILLED MALACHAI! KILLED MY NEPHEW... ALL ALONE NOW... ALL... ALONE...

SPIDER-MAN PAUSES, ADRIFT FOR A MINUTE IN HIS OWN MEMORIES... MEMORIES OF HIS UNCLE BEN, KILLED BY A GUNMAN'S BULLET...

...MEMORIES OF GWEN STACY--LOVING, CARING GWEN--DEAD AT THE HANDS OF THE GREEN GOBLIN...

HEY, WAIT! WHAT'S GOIN' ON HERE? IS HE--?

HE'S IN BAD NEED OF A DOCTOR... AND MAYBE A WHOLE LOT MORE.

NOW, YOU'LL HAVE TO EXCUSE ME. I... DON'T FEEL SO GOOD.

EVADING THE PATROLMEN, SPIDER-MAN RETURNS TO THE **DAILY GLOBE** THERE TO PICK UP HIS STREET CLOTHES AND RESUME LIFE AS PETER PARKER...

PARKER! I'VE BEEN LOOKIN' ALL OVER FOR YOU! SPIDER-MAN JUST BEAT THE BE-JABBERS OUTTA THE VULTURE AT GRAND CENTRAL.

OH. SORRY I...MISSED IT BARNEY.

WELL, I GUESS YOU CAN'T BE LUCKY ENOUGH TO GET PICTURES OF EVERY GOOD STORY.

YEAH. SOMEDAYS IT SEEMS NO BODY IS LUCKY.

NEXT **DEADLY IS THE COBRA!**

75¢ CC

2
1980
02935

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

©1980 MARVEL COMICS GROUP

TM

KING-SIZE ANNUAL!

PETER PARKER, THE SPECTACULAR SPIDER-MAN

TM

ALL NEW THRILLS!

INTRODUCING THE MAN CALLED

RAPIER!

BUDIANSKY + MCLEOD

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

RALPH MACCHIO WRITER | JIM MOONEY PENCILER | MIKE ESPOSITO INKER | JOE ROSEN LETTERER | PETRA GOLDBERG COLORIST | JIM SALICRUP EDITOR | JIM SHOOTER EDITOR-IN-CHIEF

MIDNIGHT ALONG MANHATTAN'S CRUMBLING WATERFRONT. THE FRENZIED ACTIVITY OF THE DAY HAS LONG AGO CEASED, AND ALL THE FOG-SHROUDED DOCKS HAVE BEEN LEFT TO THE LAPPING WAVES...

...ALL, SAVE ONE PARTICULAR PIER, WHERE THE SCRAPING OF SHOE ON PLANK ATTESTS TO MORE THAN AN AQUEOUS PRESENCE.

WELL, WELL. EITHER THESE BOYS BELIEVE IN GETTING A *VERY* EARLY START ON THE JOB...

...OR I'VE JUST STUMBLED ONTO A NICE LITTLE HEIST IN PROGRESS. LOOKS LI--

--WAIT! MY SPIDER-SENSE IS TINGLING!

IT'S WARNING ME OF DANGER! THAT FIGURE SWINGING DOWN FROM ABOVE...

...CAN'T REALLY MAKE HIM OUT IN THIS BLASTED FOG, BUT I CAN SEE ENOUGH TO KNOW HE'S GOT A SWORD OF SOME KIND--

--AND HE'S AIMING RIGHT FOR ME!

VENGEANCE IS MINE--SAYETH THE SWORD!

3

LF356

BUT THE NEXT INSTANT, A STARTLED SPIDER-MAN SEES...

HE SWUNG RIGHT PAST ME... LIKE I WASN'T HERE! IF HE DOESN'T BREAK HIS FALL, HE'LL BREAK HIS NECK.

HEY! WHERE'D DIS JERK COME FROM!?

THU MP

THAT SHOULD BE THE LEAST OF YOUR WORRIES, LOUT. WHAT SHOULD *REALLY* CONCERN YOU...

...IS WHERE YOU'RE GOING!

IF YOU'LL PARDON MY EXISTENTIAL EXCLAMATION.

BWAK

THWAK

AND NOW, A SIMPLE, JUSTIFIABLE REQUEST. SURRENDER, SWINE, OR FACE THE FLASHING BLADE OF--

--RAPIER!

RAPIER-- SCHMAPIER. I GOT A ROD TOO, ZORRO. 'CEPT MINE SHOOTS BULLETS.

THEN USE IT, LAD-- SPIT LEAD, AND QUICKLY, OR I SHALL BE FORCED TO TAKE ACTION OF MY OWN...

...ACTION YOU'RE LESS LIKELY TO APPROVE OF, SINCE IT INVOLVES DEPRIVING YOU OF CONSCIOUSNESS...

BZZZPPP

...WITH A SINGLE BURST FROM THE ELECTRO-STUN ATTACHMENT ON MY SWORD.

AHH, BUT GIVEN THE FREEDOM OF CHOICE ALL HONORABLE MEN SHOULD HAVE...

WOK

...I WOULD DISPENSE WITH ALL SUCH MECHANICAL CONTRIVANCES.

YET, THE CURRENT STATE OF THE CRIMINAL ELEMENT HAS FORCED ME TO INCORPORATE SUCH A DEVICE TO DEFEND AGAINST COWARDLY ATTACKS PRESSED FROM A DISTANCE.

TBUNK

I'M GONNA ENJOY DROPPIN' THIS BIG-MOUTH DUDE.

BUT NOBILITY WILL OUT. FOR, EVEN WITH SUCH A COMPROMISING BURDEN WEIGHING ME DOWN -- STILL DO I LASH OUT AT THOSE WHO OPPOSE ME.

SPUNT

THIS GENT'S GOT CLASS, I'LL GIVE HIM THAT. BUT I'M NOT ABOUT TO JUST SIT HERE AND APPRECIATE HIM ALL NIGHT.

IT'S TIME EVERYONE'S FAVORITE WEB-SPINNER PUT IN AT LEAST A CAMEO APPEARANCE.

SURE HOPE YOU BOYS WON'T BE DISAPPOINTED IF I DON'T WAX AS ELOQUENTLY AS RAPIER WHILE I'M SLAMMING YOUR EMPTY LITTLE HEADS TOGETHER.

SPAMMM

Y'SEE, WE SPIDER-MEN ARE MORE THE SHY, RETIRING TYPES. DIG?

SWIIKK

AH HA! SWIFTER--SWIFTER! SUCH A CLUMSY REAR ATTACK FAIRLY *BEGS* FOR THE LOSS OF A HAND. BUT I SHALL BE GENEROUS... FORGIVING... IF NOT FOOLISH.

HEY M'MAN. I GIVE UP. HONEST.

MY WAY OF DEALING WITH A SNEAK ATTACK DOESN'T EXACTLY EXUDE FINESSE, RAPIER...BUT ANY CLOWN WHO TRIES TO TAKE ME OUT WITH A BROKEN BOTTLE...

BROOKK

...ISN'T WORTH ANY EFFORT AT BEING IMAGINATIVE.

POK

WELL FOUGHT, FRIEND SPIDER-MAN. OFTEN HAVE I HEARKENED TO TALES OF YOUR BATTLES AGAINST THE UNDERWORLD. I APPLAUD YOUR EFFORTS.

YEAH...THE FEELING'S MUTUAL. I'VE READ ABOUT YOUR OWN ONE-MAN WAR ON CRIME IN ALL THE PAPERS LATELY.

LET ME JUST WEB UP THESE JOKERS, CONTACT THE POLICE, AND THEN WE CAN TALK.

I FEAR NOT. THERE ARE OTHER TASKS TO PERFORM BEFORE THE NIGHT IS DONE.

BUT WE KNOW SO LITTLE ABOUT YOU.

AND SO SHALL IT REMAIN, UNTIL SUCH TIME AS I CHOOSE OTHERWISE.

BUT...

DO WE NOT BOTH WEAR MASKS? I WOULD HAVE BELIEVED THAT *YOU*, MORE THAN MOST...

...WOULD KNOW THE NEED FOR ANONYMITY.

BUT THEN...I HAVE BEEN WRONG BEFORE. FAREWELL.

I HAVE A FEELING I'VE JUST BEEN PUT DOWN.

I WON'T WAIT FOR THE COPS 'CAUSE I'M FEELING A CHILL FROM THE SEA BREEZE THAT'S GOING RIGHT THROUGH MY INSULATED SPIDEY SUIT.

SO WHAT BETTER EXCUSE TO HEAD ON HOME TO MANHATTAN'S FABULOUS CHELSEA SECTION AND CHANGE TO PETER PARKER.

AFTER A QUICK SWING THROUGH THE SLEEPING CITY...

IT'S GREAT HAVING A TOP-FLOOR APARTMENT WITH A SKYLIGHT THAT OPENS RIGHT INTO MY PLACE.

WHAT'S NOT SO GREAT IS THAT IT GLAMOROUSLY OPENS INTO THE BATHROOM. SHEESH.

ON THE OTHER HAND, THIS KIND OF ENTRANCE SCATTERS THE BUGS FOR A WEEK SO I CAN BATHE IN PEACE.

WOTTA PAD. MUCH AS I ENJOYED LIVING WITH AUNT MAY IN FOREST HILLS WHEN I WAS YOUNGER, THERE'S NOTHING LIKE HAVING YOUR OWN DIGS...

...HOWEVER DILAPIDATED IT MIGHT APPEAR TO THE CASUAL ONLOOKER.

THAT REMINDS ME, I HAVEN'T PHONED HER IN SEVERAL DAYS. LET'S SEE IF I CAN REMEMBER THE NUMBER AT MRS. WATSON'S HOME WHERE SHE'S STAYING.

YES? YES, DEAR, IT'S ME. HMMM-MMMM. I'M JUST FINE-- NEVER BETTER.

IT'S GOOD TO HEAR YOU, AUNT MAY. I'M SORRY IF I HAVEN'T CALLED AS OFTEN LATELY...

...BUT I'M ALWAYS THINKING ABOUT YOU.

SEVERAL WARM AND TENDER MOMENTS LATER...

YES, I PROMISE. I WILL, DEAR. DON'T WORRY.

GOOD-NIGHT, AUNT MAY. I LOVE YOU.

SLEEP TIGHT, PETER. DON'T FORGET TO CALL. PLEASE.

THAT FRAIL, WONDERFUL OLD LADY. SINCE UNCLE BEN DIED YEARS AGO, SHE'S ALL THE FAMILY I'VE HAD. JUST KNOWING SHE'S OUT THERE-- ALWAYS CARING ABOUT ME...

...IT MAKES ALL THE ROUGH EDGES IN LIFE A LITTLE EASIER TO HANDLE.

AND FOR THE TIRED YOUTH, SLEEP IS SOUND AND FITFUL THAT NIGHT.

AWAKENING THE FOLLOWING MORNING, HE RETURNS TO THE WATERFRONT--NOT AS A COSTUMED ADVENTURER, BUT AS PETER PARKER, FREELANCE PHOTOGRAPHER FOR THE DAILY BUGLE NEWSPAPER, ACCOMPANIED BY REPORTER AND FRIEND, NED LEEDS.

A COUPLE'A NOSEY REPORTERS, EH? BEAT IT!

WE'RE WITH THE BUGLE. CAN WE HAVE A MOMENT OF YOUR TIME?

LOOK, WE'RE NOT HERE TO CAUSE ANY TROUBLE. BUT THERE'S A CRIME WAVE ON THE DOCKS, AND WE'RE HERE TO COVER IT. IF YOU CAN HELP US OU--

I SAID SCRAM! NOBODY'S SAYIN' NOTHIN' TO YOU GUYS!

THERE'S NO LAW AGAINST TAKING PHOTOS IS THERE?

YOU! CAN IT WITH THAT CAMERA!

I SAID CAN IT! THE ONLY PICTURES YOU'RE GONNA TAKE IS OF MY FIST COMIN' AT'CHA IF YA DON'T SHOVE OFF--FAST!

YOUSE GUYS DON'T HEAR SO WELL, DO YA?

LET GO OF THE SHIRT, PAL.

DON'T EXCITE THEM, NED. LET'S JUST LEAVE-- FOR NOW.

NOW YER TALKIN' SENSE, JERK.

PRESS

BUT BEFORE YA GO, I'M GONNA RELIEVE YA OF THIS NICE LITTLE PRESS CARD YOU WUZ WAVIN' AROUND.

NOW, KEEP OUTTA HERE! AN' TELL THAT TA ANY OTHER SNOOP-NOSES YA RUN INTA.

I DON'T LIKE BEING PUSHED AROUND, PETER.

NEITHER DO I, NED. BUT WE'RE NOT GOING TO GET ANY INFO BY STARTING A BRAWL.

AND IF I SHOULD UNCONSCIOUSLY USE ANY OF MY SPIDER-STRENGTH ON THOSE LOUDMOUTHS-- MY SECRET IDENTITY WOULD BE JEOPARDIZED.

NED, I'M GOING TO HEAD DOWN TO THE BUGLE. CATCH YOU LATER.

RIGHT, PETE. SEE YA. I'VE GOT ANOTHER ASSIGN-MENT, ANYWAY.

SOON AFTERWARDS...

KEEP THE CHANGE.

SURE HOPE THE BUGLE'S FEARLESS PUBLISHER, J. JONAH JAMESON, DOESN'T BLOW HIS STACK TOO HIGH WHEN I TELL HIM HOW WE BOMBED OUT. HE'S NOT EXACTLY KNOWN FOR HIS QUIET TEMPERA-MENT.

WAITASEC... MY SPIDER-SENSE IS SOUNDING OFF TO BEAT THE BAND.

THERE'S SOMETHING VERY WRONG INSIDE.

LISTEN UP, PUNK. THIS BULGE IN MY POCKET AIN'T A BILLFOLD.

JUST DO AS WE SAY. WALK NICE AND QUIETLY TO THE ELEVATOR AND ACT NATURAL, LIKE WE WERE YA PALS.

I DON'T DARE DO ANYTHING YET, UNTIL I FIND OUT WHAT THIS IS ALL ABOUT. I WONDER IF THIS IS SOME SORT OF FOLLOW-UP TO WHAT HAPPENED ON THE PIER.

DON'T LOOK SO SURPRISED, KID. THIS IS THE DAILY BUGLE, OKAY. WE JUST ADDED A FEW EXTRA WORKERS-- TEMPORARILY.

I CAN'T BELIEVE THIS! THE ENTIRE OFFICE IS FILLED WITH HOODS. EVERY-ONE LOOKS PETRIFIED... NOBODY EVEN LOOKED UP AS WE CAME IN.

LET'S GO... INTO THE PUBLISHER'S OFFICE. YOU KNOW THE WAY.

HERE HE IS, BOSS.

EXCELLENT, PECILE.

WOW! THAT'S *SILVERMANE!* HE'S ONE OF THE MOST POWERFUL MAGGIA CHIEFTAINS IN THE ENTIRE COUNTRY. BUT WHAT WOULD HE BE DOING AT THE BUGLE?

NOW THAT WE ARE ALL ASSEMBLED, I HAVE A WORD OF ADVICE.

JAMESON, YOU ARE TO REFRAIN FROM PRINTING ANY MORE OF THOSE DISTASTEFUL "ORGANIZED CRIME EXPOSÉS" YOU'VE BEEN RUNNING.

IF YOU CHOOSE TO IGNORE THIS GRACIOUS WARNING, I PROMISE YOU, THE CONSEQUENCES WILL BE GRAVE, INDEED!

AND IF I WERE YOU, MY YOUNG FRIEND...

...I WOULD AVOID THE WATERFRONT DISTRICT...

...UNLESS I WERE PLANNING AN OCEAN VOYAGE.

UNPLEASANTNESS ASIDE... I WANTED TO RETURN THIS PRESS CARD TO YOU NOW...

THANKS.

...BECAUSE I TRUST WE WILL HAVE NO NEED TO SEE EACH OTHER AGAIN.

JUST ONE BLASTED MOMENT-- *THAT DID IT!* WHO DO YOU THINK YOU ARE, BARGING IN HERE, THREATENING ME AND MY EMPLOYEES-- GIVING ORDERS AND TELLING ME WHAT I SHOULD PUT IN MY PAPER!

SOMEONE WHO HAS A VESTED INTEREST IN YOUR SILENCE.

WHY YOU TWO-BIT TYRANT! I'LL SEE YOU BEHIND BARS BEFORE THIS IS OVER!

NO ONE TELLS ME HOW TO RUN THE BUGLE! NO ONE!

NO ONE? PERHAPS YOUR CITY EDITOR, MR. ROBERTSON, MIGHT BE PERSUADED TO ADVISE YOU.

D'ALESSANDRO?

UNNGH! M-MY ARM-- STOP IT! IT FEELS LIKE IT'S BREAKING!

SHALL THIS CONTINUE, JAMESON?

N-NO...NO. LET HIM ALONE. YOU WIN THIS ROUND, SILVERMANE. BUT I PROMISE YOU, YOU'LL PAY FOR THIS OUTRAGE!

YOU PATHETIC BUFFOON, WITH MY LEGAL COUNSEL, YOU WON'T EVEN BE ABLE TO PROVE I WAS *IN* THIS OFFICE TODAY-- LET ALONE TOOK IT OVER.

ONE FINAL MATTER. I BELIEVE I'LL RELIEVE YOU OF THIS HEAVY CAMERA... JUST IN CASE ANY UNWANTED PHOTOGRAPHS WERE TAKEN DURING YOUR EVENTFUL STROLL ON THE DOCKS TODAY.

YOU CAN CHOKE ON IT, MISTER.

I'VE GOT TO SLIP AN ELECTRONIC SPIDER-TRACER ON ONE OF THOSE GOONS SO I CAN TRACK THEM DOWN LATER.

LUCKILY, EVERYONE'S SO TENSE THAT THEY'RE NOT PAYING ANY ATTENTION TO ME AT THE MOMENT.

DESPITE MY ROUSING SPEECH BEFORE, I REALLY DON'T KNOW WHAT TO DO. IF I SOFT-PEDAL THE ORGANIZED CRIME NEWS, THE PUBLIC WILL BE DEPRIVED OF INFORMATION THEY'VE A RIGHT TO. IF I DON'T...

JONAH, YOU'VE GOT NO CHOICE. WE CAN'T LET HOODS BELIEVE THEY CAN INTIMIDATE US WITH THREATS. PRINT THE TRUTH.

ROBBY'S RIGHT. IF WE CAVE IN, THEY MIGHT COME BACK WITH ANOTHER LIST OF DEMANDS. THE NEWS COMES *FIRST.* PERIOD.

PARKER, I LIKE YOUR SPUNK.

BUT, UH, IF I'M GOING TO FOLLOW UP ON THE STORY, I'LL HAVE TO GET A NEW CAMERA. AND I'M A LITTLE LOW ON CASH, SO...

...CAN YOU GIVE ME AN ADVANCE?

WHY OF ALL THE CONNIVING CON-JOBS... TO TAKE ADVANTAGE OF CIRCUMSTANCES LIKE THIS TO PICK MY POCKETS-- I... I...

HE'S BUCKLING. I CAN FEEL IT.

ALRIGHT, YOU'LL HAVE YOUR LOUSY ADVANCE. BUT YOU'D BETTER COME UP WITH SOMETHING BESIDES SCENERY, PARKER!

SAME OLD JONAH.

NOW BEFORE I LOSE MY TEMPER-- GET *OUT!* **OUT! OUT!**

WITH PLEASURE.

ON THE STREET BELOW, THE EXITING GANGSTERS SLIDE INTO WAITING AUTOS...

DAILY BUGLE

BACK TO MY OFFICE, IMMEDIATELY.

RIGHT, SIR.

AND ON THE ROOFTOP ABOVE...

I CAN STILL HEAR JOLLY JONAH'S SCREAMING FROM WAY UP HERE! WHOOO! WELL, NOW IT'S ON TO THE LESS DANGEROUS CHORE OF FOLLOWING THAT PROCESSION OF GODFATHER REJECTS.

I'D RATHER BE SHOT AT THAN GET J.J.J. ANGRY. STILL, I'VE GOTTA ADMIT, IT TOOK A LOT OF GUTS FOR HIM TO SPEAK OUT LIKE THAT BEFORE.

IT'S A SIDE OF OL' FLATTOP I DON'T OFTEN SEE. BUT I GUESS YOU DON'T GET TO BE PUBLISHER OF THE LARGEST DAILY PAPER IN NEW YORK JUST BLOWING HOT AIR.

HMMM. THOSE GAS-GUZZLING GONZOS ARE HEADING ONTO PARK AVENUE-- WHERE ELSE? AND AS SOON AS I SEE EXACTLY WHERE THEY'RE GOING, I'LL HAVE A NICE LITTLE SURPRISE WAITING FOR THEM...SPIDER-MAN STYLE.

THE WEB-SLINGER, GUIDED BY HIS SPIDER-TRACER, FOLLOWS THE SNAKING LINE OF LIMOUSINES, UNTIL THEY DESCEND INTO AN UNDERGROUND GARAGE.

I GUESS WE TAUGHT THOSE DOPES AT THE BUGLE A LESSON, HUH, BOSS?

YOUR TASK WAS MERELY TO SUMMON MY PRIVATE ELEVATOR-- I SUGGEST YOU KEEP YOUR INANE COMMENTS TO YOURSELF, IS THAT CLEAR?

UH-- YES, SIR.

MOMENTS LATER, SILVERMANE AND HIS HENCHMEN ENTER HIS PRIVATE OFFICE AND FIND...

YOU! WHAT IS THIS ALL ABOUT?! WHAT DO YOU MEAN BY BREAKING IN HERE LIKE THIS?

WELL, LOOKIT WHO'S TALKING. AND WHERE DID YOU AND YOUR BOY SCOUT TROOP JUST COME FROM... A BAKE-OFF?

OH...YOU CAN STOP BEING SHIFTY-EYED AND LOOKING AROUND FOR THE HIRED HELP.

THEY'RE A LITTLE TIED UP AT THE MOMENT.

SORRY, BOSS, HE CAUGHT US NAPPIN'.

DON'T ADMIRE YOUR COMRADES-IN-WEBS TOO LONG, CHUMPS... BECAUSE YOU'RE ALL GONNA BE GIFT-WRAPPED LIKE THAT SHORTLY.

DON'T JUST STAND THERE-- *GET HIM!*

AWW, ISN'T THAT SWEET. YOU MUST BE REACHING FOR THE RIBBONS TO GIVE ME A HAND.

BUNT

IN FACT, IT LOOKS LIKE YOU'VE JUST KNOCKED YOURSELVES OUT TRYING TO BE HELPFUL. TSK, TSK.

WHUFF!

HOLD ONTO THIS FOR ME, WILLYA, FATSO. THANKS.

YESSIREE, WITH THESE LEGS I SHOULD HAVE BEEN A ROCKETTE. MISSED MY CALLING.

MY GUN!

DIDN'T I TELL YOU?

THEY'RE ALL DE-FECTIVE. I'M RE-CALLING THEM FOR RALPH NADER.

THWWIPP

I-- WHOOPS!

HEH HEH! HOW'D YA LIKE TO SEE ME DO SOME JUMPING-JACKS BEFORE YOU PLUG ME?

YOU MANIAC-- HOLD STILL!

OKAY... IF THAT'S HOW YOU FEEL ABOUT IT-- I'M EASY. HOW ABOUT A FEW PUSH-UPS JUST TO KEEP THINGS FROM GETTING STALE?

THANKS FOR THE USE OF THE SHOULDER, BALDY.

BANG

AND NOW FOR AN EVEN *MORE* DEATH-DEFYING STUNT-- WITH NO NET, OF COURSE...

OOOF!

...THE EVER AMAZING SPIDER-MAN WILL HIT THE MOVING TARGET.

KRUNK

NO NEED TO FEAR, FOLKS, IT'S ONLY A HARMLESS DUMMY.

PLEASE HOLD ALL YOUR APPLAUUUUUUOOOHHH!

SKRAKKK

BUDDA BUDDA BUDDA

HE'S FALLING-- GET 'IM!

WHAT CRITICS! THERE I AM RISKING LIFE AND LIMB TO ENTERTAIN YOU, AND YOU GUYS COME ON LIKE REX REED!

TRAK

TWUK

HE'S MAKING FOOLS OF MY MEN. I'LL HAVE TO TAKE A HAND IN THIS.

HE'S LEAPING AROUND SO QUICKLY, I CAN'T GET A BEAD ON HIM.

HI THERE. BE RIGHT OVER.

THIS WON'T DO. I JUST HOPE THEY CAN KEEP HIM OCCUPIED LONG ENOUGH...

...SO I CAN RETURN WITH ENOUGH REINFORCEMENT TO FINISH HIM.

GOOIIINNGG SOMEWHERE... HHMMM...

WHA--?

OBVIOUSLY, YOU'RE INTERESTED IN GETTING SOME FRESH AIR IN A HURRY. YOU WON'T MIND IF I TAG ALONG, WILL YOU? I GET SO LONELY UP ON THOSE CEILINGS.

PUT ME DOWN.

SURE. I'LL BE HAPPY TO OBLIGE. IS THIS SPOT OKAY? IT'S RIGHT OVER YOUR CAR.

NO! DON'T LET GO! DON'T!

BRING ME BACK INSIDE.

ONLY IF I CAN HAVE A MOMENT OF YOUR TIME.

YES... WHATEVER YOU WANT.

I HAD A WILD HUNCH YOU'D SEE THINGS MY WAY. C'MON INSIDE...

...TAKE A LOAD OFF YOUR FEET-- AND LISTEN TO WHAT I'M TELL-ING YOU, SILVERMANE.

WUMP

I'VE GOT FRIENDS AT THE DAILY BUGLE AND THEY TOLD ME ABOUT YOUR ROTTEN STRONGARM TACTICS THERE!

SEEMS YOU'RE PRETTY GOOD AT GIVING FREE ADVICE, AREN'T YOU?

WELL, HERE'S SOME FOR YOU, PAL. IF ANYONE AT THAT NEWSPAPER IS HARMED IN THE SLIGHTEST, YOU'LL ANSWER TO *ME* FOR IT-- AND NO MATTER WHAT HOLE YOU CRAWL INTO-- I'LL FIND YOU.

YOUR THREATENING DAYS ARE *OVER*, SILVERTOP. IF YOU WANNA ACT TOUGH, GO HOLD UP A LEMON-ADE STAND. JUST LAY OFF THE BUGLE.

THWIPP

I--AHH, I WAS HOPING I'D FIND THE ILL-GOTTEN GOODS ON YOU.

THIS BELONGS TO SOMEONE WHO WHO ASKED ME KINDLY TO RETURN IT.

DON'T WEAR SUCH A PUSS ON MY ACCOUNT, BIG MAN. I'M LETTING YOU OFF EASY.

AFTER ALL IF I WAS REALLY A CREEP I COULD HAVE DROPPED BY WITH A BOTTLE OF BLACK HAIR DYE. YOU'RE JUST LUCKY I'M IN A GOOD MOOD.

BYE NOW.

NO MAN MOCKS SILVERMANE WITH SUCH IMPUNITY, AND LIVES TO TELL OF IT.

NO MAN.

SEVERAL BLOCKS CROSSTOWN, IN THE SMALL GYMNASIUM OF AN EXPENSIVE TOWNHOUSE, TWO OTHER MEN ENGAGE IN A CAT AND MOUSE EXERCISE OF A DIFFERENT SORT...

I REQUESTED THIS SESSION BECAUSE I BELIEVED I HAD AT LAST DISCOVERED A WORTHY OPPONENT.

BUT YOU DISAPPOINT ME GREATLY.

YOUR THRUSTS ARE CLUMSY. YOUR PARRIES ARE FEEBLE. AND YET YOU ARE DEEMED THE FINEST FENCER ON THIS COAST. *PFAH!*

COUNT YOURSELF FORTUNATE THAT THIS IS MERELY AN EXERCISE IN SPORTSMANLIKE SUPERIORITY, AND NOT A DEATH-DUEL...

WHIKT

...OR THE OUTCOME MIGHT HAVE CONSISTED OF MORE THAN YOUR OVERDUE HUMILIATION.

SPLANG

INDEED...

...IT MIGHT HAVE MEANT YOUR *LIFE.*

NOW GO. AND SHOULD YOU EVER AGAIN PRESUME TO ACCEPT SUCH A CHALLENGE, REMEMBER...

...THERE IS MORE TO AN ART THAN TEXT-BOOK PERFECTION OR INTERNATIONAL RANKING.

THERE IS ALSO THE LONGING FOR VICTORY THAT ARISES FROM DEEP WITHIN--AND THAT WILL CARRY A GLADIATOR FORWARD DESPITE THE ADVERSARY.

THE MAN IN BLACK GLARES AFTER THE DEPARTING, DEJECTED FENCER, AND THEN STRIDES QUICKLY INTO HIS OPULENT DEN.

IF ONLY THAT FOOL KNEW HE HAD RECEIVED A LESSON FROM THE NOW FAMOUS CRIME-FIGHTER, RAPIER. BUT I HAVE GUARDED MY IDENTITY AND TRUE PURPOSES CLOSELY--

...FROM ALL SAVE MY BELOVED CLARISSA. FOR ONLY SHE KNOWS WHAT PASSIONS HAVE MOVED ME TO ADOPT THE LIFE I NOW HAVE.

DARLING, I WAS HOPING WE COULD SPEAK ABOUT SOMETHING THAT'S TROUBLING ME.

OF COURSE, CLARISSA. WE SHOULD NEVER HAVE SECRETS FROM ONE ANOTHER.

OF COURSE. BUT IT'S THE ONE YOU'RE KEEPING FROM THE WORLD THAT DISTURBS ME.

YOU'VE FLIRTED WITH DEATH SO OFTEN, LATELY. NOW, WHILE YOU'RE STILL ALIVE, CAN'T YOU END THE MADNESS AND GIVE UP BEING RAPIER?

I'VE TOLD YOU BEFORE-- NO...NOT UNTIL WHAT I'VE SET OUT TO DO HAS COME TO PASS.

IS THIS ONE MAN WHO SO OBSESSES YOUR EVERY WAKING MOMENT WORTH OUR HAPPINESS TOGETHER? IS HE?!

YES.

UNTIL HE HAS BEEN DEALT WITH IN THE MANNER I HAVE CHOSEN, I CAN KNOW NO HAPPINESS OR PEACE.

RRRIPPP

DON'T YOU YET UNDERSTAND THAT?

SILVER-MANE MUST DIE!

AND HE MUST DIE BY MY HAND... AND MINE ALONE!

AND THEN WILL IT BE OVER AT LAST? WILL WE FINALLY BE FREE OF THIS SHADOW WHICH HAS HAUNTED YOU FOR YEARS?

YOU HAVE MY WORD, DARLING. MY WORD.

THAT SAME MOMENT, AT THE DAILY BUGLE, A SOMEWHAT LESS TENDER SCENE IS ABOUT TO OCCUR...

HI, MR. JAMESON. JUST DROPPED BY TO THANK YOU FOR THE ADVANCE YOU--

PARKER, BE QUIET.

DAILY BUGLE
CRIME WAR INTENSIFIES

I WANT TO TELL YOU THE SAME THING I'VE JUST TOLD EVERYONE ON THE STAFF OF THIS NEWSPAPER, WE ARE GOING TO HOLD FAST TO OUR PRINCIPLES REGARDLESS OF THE COST.

WHAT BROUGHT THIS ON?

AND THE HEADLINES IN THIS EVENING'S EDITIONS SHOULD SERVE AS PROOF TO ANYONE WHO DOUBTS MY COMMITMENT.

DAILY BUGLE
CRIME WAR INTENSIFIES

IF THE CRIMINALS IN THIS CITY THINK THEY'RE GOING TO GET A FREE RIDE FROM ME-- THEY'RE SADLY MISTAKEN! DO YOU *HEAR* ME! THEY'RE *MISTAKEN!*

CRIME WAR INTENSIFIES

YES I DID. AND IF YOU REMEMBER, I BACKED YOU FROM THE BEGINNING.

THAT'S RIGHT, YES. WELL, I WANT YOU TO CONTINUE TO DEVOTE YOUR FULL TIME AND ENERGY TO GETTING NEWS ON THE ONE MAN WHO CAN HELP END THE CRIMINALS' REIGN OF TERROR, SO DECENT PEOPLE CAN GO ABOUT THEIR BUSINESS SAFELY.

"HERE," *CONTINUES JAMESON*, "IS WHAT I WANT ON THE CENTERSPREAD OF THE BUGLE *EVERY* NIGHT THIS WEEK.

"I WANT PICTURES OF THIS COURAGEOUS RAPIER CHARACTER, FOILING CRIMES AND THRASHING THUGS, AND EXPOSING THESE COWARDLY LAW-BREAKERS FOR WHAT THEY ARE-- SCUM OF THE WORST KIND.

DAILY BUG

RAPIER CAPTURES AIRPORT SMUGGLERS

NATIONAL BANK

RAPIER FOILS HEIST

RAPIER STOPS BANK

"I'M EVEN SCRAPPING A SERIES OF EDITORIALS I'D PREPARED ON THAT MASKED MENACE SPIDER-MAN AND REPLACING THEM WITH AN ALL-OUT ASSAULT ON ORGANIZED CRIME."

WE'RE GOING TO USE THE PRINT MEDIUM TO *OUTRAGE* THE PUBLIC-- FORCE THEM TO MAKE THEIR OFFICIALS ACT...

...AND AT THE SAME TIME WE'LL HELP DEMORALIZE THESE SPINELESS LOWLIFES-- CRUSH THEM... BRING THEM TO THEIR KNEES AS JUSTICE TAKES ITS COURSE.

NOW GET OUT OF HERE, PARKER. YOU KNOW WHAT HAS TO BE DONE. DON'T LET ME DOWN. I'M COUNTING ON YOU... I'M COUNTING ON ALL OF YOU.

DON'T WORRY, MR. JAMESON. YOU'LL HAVE ALL THE PHOTOS YOU CAN HANDLE.

HE LOOKS COMPLETELY WASTED. THERE'S SOMETHING GOING ON HERE.

GLORY, WHAT'S WRONG WITH JONAH? I'VE HEARD HIM RAVING BEFORE-- BUT NOT LIKE THIS. HE SEEMED... DIFFERENT.

OH, PETER... I-I GUESS YOU HAVEN'T HEARD.

HEARD WHAT?

A SHORT TIME AGO JOE ROBERTSON WAS TAKEN TO ST. JAMES HOSPITAL. HE'D BEEN DRAGGED INTO AN ALLEY ON HIS WAY HOME AND BEATEN UP.

ROBBY'S BEEN HURT?!

LUCKILY, HE WASN'T ROUGHED UP TOO SERIOUSLY, NO BROKEN BONES OR ANYTHING. BUT, IT WILL BE A DAY OR SO BEFORE THEY RELEASE HIM.

I'M SURE YOU CAN UNDERSTAND HOW MR. JAMESON FEELS ABOUT THIS. ROBBY ISN'T JUST ANOTHER EMPLOYEE. HE'S JONAH'S FRIEND.

I KNOW, GLORY. THANKS FOR THAT BIT OF INFORMATION. SEE YOU LATER.

THIS WHOLE CRIME WAR IS BEGINNING TO ESCALATE ON BOTH SIDES. IT DOESN'T TAKE A GENIUS TO FIGURE OUT THAT ROBBY WAS WORKED OVER AS ANOTHER WARNING TO THE REST OF US. AND NOW JAMESON'S GOING TO FLAUNT THAT THREAT IN PRINT.

SOMEONE'S GOING TO GET HURT REALLY BAD.

IT'S TIME I MADE MY MOVE. BUT FIRST, I'M GOING TO PAY A VISIT TO THE HOSPITAL.

AND THEN, I'M GOING TO PAY A CALL ON SOMEONE I MADE A PROMISE TO A FEW HOURS AGO.

SILVERMANE.

AND AS PETER PARKER ANGRILY HEADS OFF, THE OBJECT OF HIS SOMBER THOUGHTS ARRIVES AT NEW YORK'S MAGNIFICENT **CLOISTERS**... A SPRAWLING ANTIQUATED MONASTERY-TURNED-MUSEUM IN FORT TRYON PARK, NORTH OF THE CITY PROPER.

HERE YA ARE, BOSS. DOOR TO DOOR SERVICE.

THANK YOU, SARDONE.

AS YOU KNOW, I HAD THE WORD SPREAD THAT WE WANT AN END TO RAPIER'S INTERFERENCE IN OUR AFFAIRS, AND THAT WE WOULD MEET WHEREVER WE CHOSE TO DISCUSS A PROFITABLE ARRANGEMENT. THAT IS WHY WE ARE HERE.

THIS EVENING I RECEIVED A MESSAGE THAT HE WOULD AGREE TO MEET ME HERE IN THE CLOISTERS. YOU'VE EACH BEEN BRIEFED ON THE LAYOUT...

...NOW SPLIT UP AND HEAD TOWARDS THE COURTYARD RAPIER SELECTED TO RENDEZVOUS. STAY OUT OF SIGHT UNTIL I APPEAR. REMEMBER, I'M SUPPOSED TO CONFRONT HIM **ALONE**.

HE MUST BE TAKEN UNAWARES AFTER I'VE DRAWN HIM INTO A DIS-TRACTING CONVERSATION.

THIS IS LIKE A SCENE OUTTA ONE'A THEM FOREIGN HORROR FLICKS, JUST BEFORE THE VAMPIRE LEAPS OUT AND CHOMPS ON THE GUY'S NECK.

HOPE I DON'T LET THIS GUN GO OFF BY MISTAKE, OR I'LL BLOW THE WHOLE DEAL. BUT I'M STARTIN' TA JUMP AT EVERY SHADOW...

...MAINLY 'CAUSE THIS DUMP REMINDS ME OF THE SLAMMER IN A CRAZY WAY.

HEY...WHO'S THAT! FREEZE OR I'LL SHOOT!

IT'S ME--SAVVARINO. YOU TOOK A WRONG TURN BY THAT LAST TOMB, PECILE, YOU JERK. NOW *SHADDUP!*

NUTS! IT'S ALMOST IMPOSSIBLE NOT TO MAKE NOISE IN THIS PLACE--WITH THESE STONE WALLS AND CEILINGS, IT'S LIKE AN ECHO CHAMBER.

YOU BEHIND THAT WALL! COME OUT WITH--

--OHH BROTHER. IT'S JUST A COUPLE'A THEM STUPID WALL DECORATIONS AGAIN. I GOTTA CALM DOWN, THERE'S NOTHING HANGING ON A WALL HERE THAT CAN HURT ME.

BUT THERE IS. THE ASSAILANT SWOOPS DOWN WITH BLINDING SPEED, DROPPING THE STARTLED THUG WITH ONE BLOW...

THWUMP

...AND PROCEEDS TO DO THE SAME TO EACH OF THE OTHERS ONE BY ONE.

BVAK

THE SHADOWS HIDE HIS FELINE MOVEMENTS UNTIL HE CHOOSES TO STRIKE...

CHUKK

...AND DISPATCH THE MAGGIA HENCHMAN WITH THE CONSUMMATE EASE OF A MASTER OF STEALTH...

...UNTIL ONLY HE-- AND THE ONE HE TRULY SEEKS, REMAIN.

THIS IS THE COURTYARD WHERE RAPIER AND I ARE TO MEET. I'VE GIVEN THE MEN ENOUGH TIME TO POSITION THEM-SELVES...

...NOW ALL THAT REMAINS IS FOR THE SELF-STYLED VIGILANTE TO SHOW HIMSELF.

HE DOESN'T SEEM TO BE HERE. PERHAPS HE SUSPECTED A TRAP, OR--

YOU NEED LOOK NO FURTHER, SIR.

RAPIER? HAVE YOU COME ALONE?

INDEED. AND YOU?

YES. AS WE AGREED.

THEN HOW DO YOU EXPLAIN--

--THIS? YOU NEEDN'T BOTHER. YOUR EXPRESSION IS ALL THE ANSWER I REQUIRE.

SO, EVEN HERE I AM BESET BY LIES AND TREACHERY. BUT KNOWING YOU AS *INTIMATELY* AS I DO, I EXPECTED NO LESS.

I AM SOMEONE YOU THOUGHT YOURSELF RID OF YEARS AGO. IT'S BEEN SO LONG... SO VERY, VERY LONG SINCE WE TWO WERE-- PARTNERS.

TYRONE! DOMINIC TYRONE! IT CAN'T BE!

YOU--YOU *KNOW* ME? HOW? WHO ARE YOU?

"YES...DOMINIC TYRONE, YOUR OLDEST, CLOSEST FRIEND, WITH WHOM YOU SHARED A VISION... A VISION WE FIRST PURSUED OVER THIRTY YEARS AGO...

"...WHEN WE WORKED OUR WAY TOGETHER THROUGH THE NEW YORK RACKETS AS AN UNSTOPPABLE TEAM.

"WE WERE INSEPARABLE. WE DEFEATED EVERY RIVAL GANG ON THE EAST COAST-- ALL THE WHILE ESTABLISHING OUR OWN SOLID CONNECTIONS WITH THE MAGGIA HIERARCHY. NO ONE WAS ABLE TO HALT OUR ASCENSION. NO ONE.

"AND WHEN AT LAST WE HAD REALIZED OUR DREAMS...WHEN WE HAD ACHIEVED THE BLOODSTAINED SUCCESS WE SOUGHT...WE TOASTED, SWEARING AN OATH OF UNDYING *LOYALTY* TO EACH OTHER.

"BUT I KNOW NOW, THAT EVEN AS I LEFT THAT ROOM, YOU *SPAT* UPON OUR OATH--AND PLOTTED MY REMOVAL FROM THE SCHEME OF THINGS.

"YOU ORDERED SOME OF OUR OWN MEN TO DO THE JOB. AND ONE EVENING AS I WALKED PAST A DARKENED ALLEY, I WAS BLUDGEONED FROM BEHIND LIKE SOME COMMON CRIMINAL TRASH.

"AND SO NO BODY WOULD EVER BE RECOVERED, YOU HAD ME TAKEN TO A LAKE OUTSIDE THE CITY WHERE MY WEIGHTED FORM WOULD SINK TO THE BOTTOM TO TELL NO TALES.

"BUT YOU HADN'T COUNTED ON THE PRESENCE OF A FRIGHTENED YOUNG GIRL, WHO SAW THE INCIDENT FROM HIDING...

"...AND BRAVELY ATTEMPTED MY RESCUE.

"AFTER REPEATED, FRANTIC EFFORTS, SHE BROUGHT ME TO THE SURFACE, MORE DEAD THAN ALIVE...

"...AND DRAGGED ME TO HER FATHER, WHO SWIFTLY CALLED FOR AN AMBULANCE.

"THE WATER FROM MY LUNGS WAS REMOVED WITH LITTLE DIFFICULTY, BUT THE COWARDLY BLOW I HAD RECEIVED TO THE BASE OF MY SKULL HAD DAMAGED THE NERVES IN MY SPINAL COLUMN. I WAS FORCED TO UNDERGO A SERIES OF DELICATE OPERATIONS TO PREVENT MY TOTAL PARALYSIS.

"YET THE PROGNOSIS WAS BLEAK. I WOULD PROBABLY NEVER MOVE MY LIMBS AGAIN, THE DOCTOR SAID, GLANCING AT THE FLOOR TO AVOID SEEING THE SHOCK AND ANGUISH HE THOUGHT WOULD BE IN MY EYES.

"BUT HE WAS ***WRONG.*** I FELT NOTHING BUT ANGER-- BURNING ANGER WHICH FUELED MY DETERMINATION TO RECOVER AGAINST ALL ODDS.

"LITTLE BY LITTLE, I IMPROVED. DAY BY DAY I WOULD STRUGGLE TO LIFT A SINGLE QUIVERING HAND... AND ALWAYS-- ALWAYS WITH YOUR HATED IMAGE ETCHED IN MY MIND, DRIVING ME ONWARD.

"AND OF COURSE MY SWEET CLARISSA WAS THERE AT MY SIDE.

"SHE ENCOURAGED ME AS THE YEARS PASSED... SHE SEEMED TO FEED OFF MY INTENSE DESIRE TO GET WELL. CLARISSA BECAME SOMETHING VERY SPECIAL IN MY LIFE. WE WERE INSEPARABLE.

"I REFUSED TO STOP WORKING EVEN AFTER REGAINING THE TOTAL USE OF MY LIMBS. I PURSUED THE PERFECTION OF MY BODY WITH THE FERVOR KNOWN ONLY TO A MAN WHO HAS PEERED INTO DEATH'S DARK ABYSS.

"AND AS WEIGHT-LIFTING AND CALISTHENICS ADDED TO MY STRENGTH...

"...FENCING SHARPENED MY TIMING AND REFLEXES REMARKABLY. THE LAST VESTIGE OF MY 'PERMANENT' PARALYSIS DISAPPEARED, AND MY PROFICIENCY INCREASED SUCH THAT I WAS DEFEATING THE FINEST FENCING MASTERS. THE RAPIER BECAME A TRUE EXTENSION OF MY ARM, AS SUBJECT TO MY WILL AS MY VERY FINGERS.

"BUT NONE OF THIS WAS IDLE EXCESS. NO... THROUGHOUT MY LONG CONVALESCENCE I BROODED ON THE MEANS AND MANNER OF MY REVENGE. ALL I HAD ACHIEVED SINCE FIRST OPENING MY EYES IN THE HOSPITAL ROOM...

"...WAS PREPARATION FOR MY VENGEANCE AGAINST YOU, SILVERMANE... YOU, WHO HAD ONCE BEEN CLOSER TO ME THAN A BROTHER.

"THEN, LESS THAN A YEAR AGO, CLARISSA'S AGING FATHER DIED... FOR THE BRIEFEST MOMENT, REVENGE WAS PUT ASIDE AND REPLACED BY GRIEF...

"...GRIEF FOR A LOST PARENT, AND FOR A SIMPLE MAN WHO HAD HELPED A STRANGER SO MANY YEARS AGO.

"AS WE STOOD QUIETLY BY THE GRAVE, I WHISPERED TO CLARISSA THAT THE TIME HAD FINALLY ARRIVED.

"I COMBINED MY SWORD-FIGHTING ABILITIES WITH THE COSTUME AND MANNER OF A RENAISSANCE SWASH-BUCKLER. HE BECAME THE MASKED VIGILANTE WHO COULD GUESS YOUR EVERY MOVE BECAUSE HE KNEW YOU. HE WAS THE GADFLY THAT WOULD INTERFERE IN MAGGIA AFFAIRS TO SUCH AN EXTENT AS TO PROVOKE THIS CONFRONT-ATION. IN SHORT, HE WAS--

"--RAPIER!"

IRONICALLY, THOSE SAME AUTHORITIES WHO WERE OFTEN PREVENTED FROM PLACING DOMINIC TYRONE BEHIND BARS DUE TO LACK OF EVIDENCE--NOW EMBRACED HIM FOR HIS CONTRIBUTION TO LAW ENFORCEMENT.

I APPLAUD YOUR CHARADE.

BUT IT IS OVER.

COME NOW, DOMINIC...THAT RIDICULOUS WEAPON AGAINST MY AUTOMATIC?! I CREDITED YOU WI--

--AAAAHHHHH!!

TTZZZZ!

IT WAS FOR JUST SUCH AN OCCASION THAT I ADDED THE STUN BLASTER ATTACHMENT. SOMEHOW-- I KNEW.

WH-WHAT ARE YOU GOING TO DO?

I'M GOING TO DESTROY YOU, OLD FRIEND-- BIT BY BIT... LITTLE BY LITTLE, AS I RECOVERED... SO SHALL YOU PERISH.

HOLD IT RIGHT, THERE!

WHO--?

I'VE HEARD EVERYTHING YOU'VE SAID.

DON'T MAKE A MOVE OR I'LL BE ONE VERY ANGRY LITTLE ARACHNID.

SPIDER-MAN! BUT HOW?!

TRADE SECRETS, BOZO. WE ALL HAVE 'EM.

NO REASON TO TELL HIM ABOUT THAT SPIDER-TRACER I SLIPPED ON ONE OF SILVERMANE'S GOONS BACK AT THE DAILY BUGLE.

NO MATTER. JUST STAY OUT OF MY WAY. I HAVE NO QUARREL WITH YOU.

UH UH. YOU'RE NOT GOING TO MURDER ANYONE, RAPIER. NOW HAND OVER THE DIP STICK-- FAST.

I HOPED TO KEEP THIS BETWEEN SILVERMANE AND MYSELF.

BUT YOU FORCE MY HAND. NOW PICK UP THE SWORD IF YOU VALUE YOUR LIFE.

YEAH-- AND WHAT DO I DO WITH THAT THING? PUT A MARSHMALLOW ON THE END OF IT?

YOU DEFEND YOURSELF WITH IT.

NOW PICK IT UP!

BETTER SHOOT SOME WEBBING AT HIM WHILE I--

SWIK!

SWIK!

OKAY, THAT TEARS IT-- S'CUSE THE PUN. I DON'T KNOW HOW YOU KNEW ABOUT MY WEBSHOOTERS BUT--

I NOTICED YOUR ODD HAND MOTIONS WHEN YOU FIRED YOUR WEBBING LAST EVENING ON THE DOCKS...

...AND I SURMISED THE SLIGHT BULGE AROUND EACH WRIST MIGHT BE SOME TYPE OF WEB CONTAINERS.

YOU DON'T MISS A TRICK, DO YA?

UGGGH! NAILED ME! THIS GUY'S PLAYING FOR KEEPS!

VVVRRPPP!

I HAVE DRAWN FIRST BLOOD, SPIDER-MAN. AN EXCELLENT INDICATION AS TO WHO WILL ULTIMATELY BE THE VICTOR.

YOU'RE RIGHT. AND WHAT'S A GOOD FIGHT WITHOUT ANY SUSPENSE, I SAY. LET'S PACK IT IN AND GO HOOOOOHHHH!

HOPE YOU DON'T MIND IF I CHEAT A BIT AND LEAP UP ON A WALL NOW AND THEN? AFTER ALL, DOUGLAS FAIRBANKS MADE HIS REP DOING THIS STUFF.

OF COURSE NOT. DESPITE YOUR UNFAMILIARITY WITH THE BLADE... YOU HAVE VAST NATURAL ABILITIES WHICH MAY COMPENSATE...

...MAKING THIS A SUPERB CONTEST. PLEASE, FEEL FREE TO DO AS YOU WISH.

THANKS FOR THE PEP TALK, FELLA. BUT I HAPPEN TO KNOW HOW GOOD I AM...

...AND I KNOW HOW GOOD YOU ARE...

...WHICH MAKES IT A HECKUVA SHAME THAT WE'RE NOT FIGHTING ON THE SAME SIDE. CAPISH?

SWISSSS!

I'M PLEASED THAT MY STINT AS A LAW-ENFORCER WAS SO IMPRESSIVE, SPIDER-MAN.

IMPRESSIVE ENOUGH TO MAKE ME WONDER IF YOU HAVEN'T BEEN OPERATING FROM THE WRONG SIDE OF THE FENCE FOR A LONG TIME. MAYBE YOU BELONG IN CRIMEBUSTING PERMANENTLY.

NO. WHEN I CHOSE THE WAY OF THE OUTLAW MANY, MANY YEARS AGO, I KNEW MY LIFE'S CALLING. IT WAS TO CARVE A POSITION OF POWER AND PROMINENCE FOR MYSELF THAT WOULD ALLOW ME TO DICTATE MY TERMS TO THE WORLD...

...TO BUY AND SELL THE BUREAUCRATS-- MANIPULATE THE BLOOD-SUCKING BUFFOONS WHO SEEK TO DRAG ME-- DRAG ALL OF US DOWN TO THEIR MIND-LEVEL OF CONFORMITY.

EVEN YOU, WHO PRETEND TO SPEAK FOR THE STATUS QUO, OPERATE BEYOND ITS LIMITATIONS... ENJOYING EVERY MOMENT OF IT. I DO NO LESS.

YOU THINK YOU'VE GOT IT ALL FIGURED OUT, BIG MAN. WELL, YOU'RE WRONG. SURE, I GET A KICK OUT OF WHAT I DO-- BUT I'M ALSO HERE BECAUSE I HATE SEEING PEOPLE GETTING STEPPED ON AND ABUSED. AS MUCH AS ANYTHING ELSE, THAT KEEPS ME IN THIS RIDICULOUS OUTFIT DAY AFTER DAY.

AND THAT'S WHERE YOU AND I DIVIDE, RAPIER... BECAUSE YOU REALLY DON'T CARE WHAT HAPPENS TO ANYTHING OR ANYBODY BUT YOURSELF. AND YOU BELIEVE ALL MEN ARE THE SAME. YOU'VE GOT ABOUT AS MUCH DEPTH AS A PUDDLE, MISTER.

I HAD FAITH IN A MAN ONCE-- AND HE USED IT AGAINST ME AT THE FIRST CHANCE. BUT NEVER AGAIN WILL--

SWAKT!

THAT'S RIGHT, ACE-- NEVER AGAIN. I BROKE YOUR CONCENTRATION FOR JUST A SECOND... AND THAT'S ALL SHE WROTE.

AND NOW WE'LL DO THINGS MY WAY. YOU CAN COME PEACEFULLY, OR, IF YOU STILL WANNA HAVE IT OUT...

FROM BEHIND AN ORNATE SARCOPHAGUS, A SLENDER HAND REACHES OUT AND PLUCKS THE DISCARDED FOIL FROM THE FLOOR...

...AND BRINGS IT DOWN HARD ON THE SKULL OF A SURPRISED WEB-SLINGER, WHO HAD IGNORED HIS MIRACULOUS SPIDER-SENSE FOR THE BAREST INSTANT WHILE PAYING ATTENTION TO HIS OPPONENT.

BWANG!

CLARISSA?!

I-I'M SORRY, DOMINIC. I FOLLOWED YOU. I WAS AFRAID FOR YOU. SOMETHING TOLD ME IT WOULD NOT GO WELL TONIGHT.

YOU LITTLE MEDDLER! DO YOU REALIZE WHAT YOU'VE DONE? EVERYTHING I'VE WORKED FOR, ALL THE PLANNING AND ACHIEVING-- ALL FOR NOTHING.

I ONLY DID IT BECAUSE I LOVE YOU.

BAH! HOW COULD YOU BE WITH ME FOR SO LONG AND NOT REALIZE I CANNOT WIN THIS WAY! MY VICTORY MUST BE ON MY TERMS AS I HAVE STATED THEM!

I AM GOING TO HAVE TO BEGIN AGAIN-- WITHOUT YOUR RUINOUS INTERFERENCE.

AND WHEN I RETURN HOME, I EXPECT YOU TO BE GONE. GOOD BYE, CLARISSA.

IN A NEARBY COURTYARD, A PRONE FIGURE STIRS ON THE COLD FLAGSTONE.

M-MY GUN. BUT IT'S OVER THERE--OUT OF REACH. I CAN'T GET UP...CAN'T WALK. HAVE TO DRAG MYSELF...

...HAVE TO CRAWL.

ONLY A FEW FEET MORE...AND TYRONE'S NOWHERE IN SIGHT.

I DON'T KNOW WHY THAT MANIAC LEFT WITHOUT KILLING ME...BUT HE SIGNED HIS OWN DEATH WARRANT IN DOING SO.

THAT NAIVE, PATHETIC FOOL. HOW COULD HE NOT HAVE KNOWN I WOULDN'T TRY TO ELIMINATE HIM ONCE WE'D REACHED THE TOP WHERE IT'S EVERY MAN FOR HIMSELF... WINNER TAKE ALL.

IT WAS ALWAYS A GAME WITH HIM. HE WAS SO BLIND...BUT HE WAS THE BEST--AND THAT'S WHY I PLAYED ALONG...

...UNTIL HIS OUT-DATED ADHERANCE TO PRINCIPLE ENDANGERED THE EMPIRE WE'D BUILT.

WHA--!? IT'S TYRONE... BUT HE'S RUNNING PAST, NOT EVEN GIVING ME A SECOND LOOK!

CLARISSA... MY SWEET CLARISSA. YOU'LL NEVER KNOW HOW DEEPLY YOU'VE HURT ME. BUT NOT EVEN ***YOU*** TRULY KNOW THE EXTENT OF MY COMMITMENT.

I MAY HAVE TO LAY LOW... LATER ASSUME ANOTHER IDENTITY. BUT THE EVENTS HERE ARE FAR FROM OVER. WHEN THE TIME IS RIGHT...

I WILL RETURN!

I'VE MADE IT... AND SO HAS TYRONE. IN A FEW SECONDS, HE'LL BE GONE. IF I'M EVER TO STOP HIS RAMPAGE... IT HAS TO BE NOW!

MY HANDS--SHAKING. I'M STILL UNSTEADY. BUT NOTHING IN THIS WORLD IS GOING TO STOP ME FROM FINISHING YOU, TYRONE... FROM MAKING YOU PAY FOR YOUR MANY SINS AGAINST THE ORGANIZATION.

I SHOULD HAVE DONE THIS MYSELF TWO DECADES AGO.

UUUHHH!

BLAM!

I- I'M SHOT... IN THE BACK?!

IN THE BACK!

THE STUNNED SWORDSMAN TUMBLES HEADLONG OVER THE SLIPPERY WALL, BREAKING HIS FALL AT THE LAST INSTANT IN A PILE OF DAMP LEAVES.

WHUMP!

THE SOUND OF THE GUN... IT'LL BRING SOMEONE. I MUSTN'T BE SEEN THIS WAY... MUST NEVER BE SEEN THIS WAY.

EVERYTHING GETTING NUMB... DIFFICULT TO WALK-- BUT I WILL... I'LL MAKE IT SOMEHOW... I ALWAYS HAVE-- EVEN WITH THE PAIN.

BUT I WON'T CRAWL.

MOMENTS LATER, INSIDE THE COURTYARD...

...AND THEN DOMINIC RAN OFF IN THIS DIRECTION AND SAID HE NEVER WANTED TO SEE ME AGAIN. WITHOUT HIM I HAVE NO ONE TO TURN TO...AND I WON'T SPEND THE REST OF MY LIFE RUNNING. I'M SORRY FOR WHAT I DID TO YOU, BUT I THOUGHT I WAS PROTECTING THE MAN I LOVE.

I APPRECIATE YOU STICKING AROUND, LADY...

...IT WAS DIFFICULT ENOUGH EXPLAINING WHAT WAS GOING ON TO THE POLICE OVER THE PHONE JUST NOW. THEY'LL BE COMING BY WITH AN AMBULANCE FOR SILVERMANE, NOT TO MENTION A ZILLION QUESTIONS ABOUT THIS MESS.

DEPENDING ON HOW TRUTHFULLY YOU ANSWER THEM, THINGS COULD GO EITHER WAY FOR YOU.

I THINK I HEAR THE SIRENS NOW.

SPIDER-MAN...WHAT'S HAPPENED HERE?

IT'S A LOOONG STORY. BUT FIRST, I SUGGEST YOU GET THIS MAN ON A STRETCHER. HE'S BEEN LYING THERE FOR SOME TIME.

HOW'S HE LOOK, DOC?

WELL, HE'S IN SHOCK, BUT THAT'S ABOUT IT. THERE'S NO BROKEN BONES AND NO EVIDENCE OF SPINAL DAMAGE. HE'LL PROBABLY RECOVER FULLY.

SWELL. I'M JUMPIN' FOR JOY.

YOU MENTIONED YOU HAD SOME SHOCKING REVELATIONS ABOUT RAPIER. I'M NOT WILD ABOUT VIGILANTES, BUT HE'S BEEN A BIG BOOST TO THE DEPARTMENT'S WAR ON ORGANIZED CRIME.

THERE WOULDN'T BE AN ELEMENT OF PROFESSIONAL JEALOUSY IN YOUR ATTITUDE, WOULD THERE?

NO CHANCE, OFFICER. THE LAST THING IN THE WORLD I AM IS ENVIOUS OF THAT GUY. HE MAY HAVE MADE A NAME FOR HIMSELF, BUT IN MY BOOK, HE'S STILL A NOBODY.

WHAT DO YOU MEAN BY THAT?

"I'M NOT SURE MYSELF. BUT I'VE A HUNCH RAPIER WAS FORCED TO CONFRONT SOMETHING INSIDE HIMSELF TONIGHT...SOMETHING THAT'S BEEN GNAWING AWAY AT HIM FOR YEARS AND WAS READY TO EXPLODE.

"AND ONCE IT DID, I THINK HE LOST THE MOST PRECIOUS POSSESSION HE EVER HAD. AND SOMEDAY...SOMEDAY, I HOPE HE REALIZES IT."

DON'T MISS A SINGLE THRILL-PACKED ISSUE OF

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

ON SALE EVERY MONTH!

MARVEL® COMICS GROUP
50¢ CC
46 SEPT 02199

THIS MARVEL® COMIC COULD BE WORTH $2500 TO YOU!

(DETAILS INSIDE)

©1980 MARVEL COMICS GROUP

TM

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

APPROVED BY THE COMICS CODE AUTHORITY

BETWEEN THE COBRA AND THE COPS... SPIDEY'S GOT MORE TROUBLE THAN HE CAN HANDLE!

MILLER+McLEOD

STAN LEE PRESENTS: THE SPECTACULAR SPIDER-MAN!®

DEADLY IS THE COBRA!

JUST OFF THE QUEENS SHORELINE, IN THE BODY OF WATER KNOWN AS LONG ISLAND SOUND, THERE SITS A GODFORSAKEN CHUNK OF DIRT AND ROCK CALLED **RYKER'S ISLAND.**

MANY OF THE INHABITANTS OF RYKER'S OWE THEIR PRESENT RESIDENCE THERE TO A GENTLEMAN KNOWN AS THE SPECTACULAR **SPIDER-MAN**, FOR THE ISLAND IS THE SITE OF A NEW YORK STATE PENITENTIARY!

ROGER STERN--WRITER
MIKE ZECK--PENCILER
BRUCE PATTERSON--INKER
JIM NOVAK--LETTERER
P. GOLDBERG--COLORIST
DENNY O'NEIL--EDITOR
JIM SHOOTER--ED-IN-CHIEF

LF181

AS FAR AS PRISONS GO, IT IS **NOT** IN THE BEST OF SHAPE. BUT, IN RECENT YEARS, ONE SECTION HAS BEEN REDESIGNED TO HOLD A STRANGE NEW BREED OF CRIMINAL...

...A BREED THE TABLOIDS LIKE TO CALL **SUPER-VILLAINS!**

THIS IS CELL BLOCK EIGHT... THE PLACE WHERE THE STATE OF NEW YORK SENDS THOSE HARD CASES. HERE, THE CELLS HAVE TRIPLE-THICK WALLS OF REINFORCED CONCRETE AND OMNIUM STEEL!

IN ADDITION, MANY CELLS HAVE SPECIAL ADDED SAFE-GUARDS--

--SUCH AS THE FINE WIRE-MESH SEALING OFF THE CHAMBER HOLDING KLAUS VOORHEES... ALIAS THE **COBRA!**

AT LAST, AFTER MONTHS OF WORKING AT IT, I FINALLY HAVE A CORNER LOOSE!

I'VE RUBBED MY FINGERS RAW AT TIMES, TRYING TO GET A HAND-HOLD, BUT IT'S FINALLY PAID OFF!

NOW ALL I NEED DO IS PRY BACK THE CORNER JUST A BIT!

THAT ALLOWS THE COBRA MORE THAN ENOUGH ROOM TO SLITHER FREE!

NOW I MUST WORK FAST, BEFORE MY ESCAPE IS DISCOVERED!

C-C-COBRA!

EH?

UP HERE! IT'S ME... MR. HYDE. H-HURRY... GET ME LOOSE!

AND BLOW MY OWN ESCAPE CHANCES? DON'T BE ABSURD!

WHAT?

EVERYTIME I'VE TEAMED WITH YOU, WE'VE BOTH HAD OUR HEADS HANDED TO US! WELL, NEVER AGAIN!

YOU MAY CONSIDER OUR PARTNER-SHIP DISSOLVED, HYDE!

B-BUT YOU MUST HELP ME! THEY KEEP ME SEDATED SO I CAN'T BREAK OUT ON MY OWN!

TOO BAD, HYDE... TOO BAD!

COBRA... **PLEASE!**

BUT HYDE'S EX-PARTNER IS ALREADY ON HIS WAY--

--SLITHERING OUT **VIA** A DRAIN TOO SMALL FOR ANY NORMAL MAN TO FIT THROUGH!

SEVERAL HOURS LATER, IN THE SLIGHTLY SMOGGY MANHATTAN SKY...

BOY, THE OLD PARKER LUCK NEVER CHANGES... IT'S ALWAYS BAD! ONE OF THESE DAYS, I HAVE TO GET AN ALARM CLOCK THAT WORKS!

OH, WELL-- I DON'T THINK I'M GOING TO BE ***TOO*** LATE, THANKS TO THE 'WEBLINE EXPRESS'! BEING SPIDER-MAN HAS ***SOME*** ADVANTAGES!

AT LEAST, I NEVER HAVE TO WORRY ABOUT GETTING STUCK IN TRAFFIC! GEE, I WISH I COULD'VE GOTTEN IN EARLY TODAY...

...I REALLY WANTED TO HAVE A LONG TALK WITH DEBRA WHITMAN, AND TRY TO APOLOGIZE FOR LAST NIGHT.

WHEN I WENT INTO ACTION AS SPIDER-MAN TO STOP MESMERO, I HAD TO LEAVE DEB ALONE IN THE MIDDLE OF TIMES SQUARE!*

IF SHE'LL SPEAK TO ME, I HAVE TO FIGURE OUT SOME WAY TO MAKE THAT UP TO HER!

*SEE AMAZING SPIDER-MAN #207.-- D.

ONE QUICK CHANGE LATER...

HMM... I THINK I'M ONLY ABOUT TEN MINUTES LATE! MAYBE THERE'S TIME FOR A LITTLE SMALL TALK, AFTER ALL!

WELL, HERE GOES NOTHING!

UH... HI, DEB! DID YOU GET HOME ALL RIGHT?

THAT WAS A STUPID QUESTION, PARKER!

OH... YES, PETER! N-NO TROUBLE AT ALL!

A MAN CALLED FOR YOU A COUPLE OF MINUTES AGO... HE SAID HIS NAME WAS BUSHKIN.

BUSHKIN?! OH, FINE--IF THERE WAS ONE PERSON I *DIDN'T* WANT TO TALK TO--!

DEB... I'M AWFULLY SORRY ABOUT LEAVING YOU STRANDED LIKE I DID... BELIEVE ME, I DIDN'T WANT TO... CAN I MAKE IT UP TO YOU... SOMEHOW?

W-WELL, WE NEVER DID HAVE DINNER--!

DINNER IT IS, THEN! TOMORROW NIGHT AT WESNER'S PUB--OKAY?

THAT WOULD BE LOVELY, PETER!

BOY, SHE'S SO NICE IT HURTS! I...*HUH?!*

LOOK OUT, HERE COMES THE SO-O-O-UL TRAIN! CHUGGA-DA-CHUGGA-DA-WOOO!

YOU'VE RUINED ME, HOPKINS! I WAS A GOOD, CLEAN-LIVING LAD... AND YOU'VE TURNED ME INTO A PUSHER!

HEY, I'M S'POSED TO BE THE MAN WITH THE BAD JOKES!

BUT DON'T WORRY ABOUT IT, PHIL... AS THE *PUSHEE*, I TAKE ALL THE RISKS! HA-*HA!*

I'M ALMOST AFRAID TO FIND OUT WHAT THOSE TWO ARE UP TO... BUT I'M MORE AFRAID NOT TO!

PHIL? STEVE? WHAT'RE YOU DOING?

SIMPLE, PETE--WE'RE BREAKING UP YOUR HAPPY HOME!

YEAH, WHAT WITH CHIP MARTIN GONE FROM OUR MIDST,* I FIGURED IT WAS STUPID FOR YOU AN' ME TO SHARE A CUBICLE, WHEN HIS WAS EMPTY!

YOU MEAN I HAVE OUR CUBICLE ALL TO MYSELF?

HI JACK

THAT'S RIGHT! ALL GOD'S TEACHING ASSISTANT'S GOT CUBICLES NOW!

*SEE ISSUE #39--D.

AND SINCE--AHEM!--I WAS ON TIME THIS MORNING, I GOT THE PICK OF THE POSITIONS! SO GET TO THE BACK OF THE ROOM, M'MAN! YOU HAVE IMMEDIATE SEATING--

--RIGHT ACROSS THE AISLE FROM THE EVER-ICY MIZZ MARCY KANE!

BRRNGG

GOLLY, MR. HOPKINS--WHY ARE YOU SO GOOD TO ME?

I HAVE TO ADMIT, THOUGH, IT'LL BE NICE TO HAVE MORE ROOM. SAY--DOES THIS MEAN I'LL BE ABLE TO SIT DOWN WITHOUT FINDING A WHOOPEE CUSHION ON MY SEAT, OR A SIGN ON MY BACK?

NOW, PETER! I KNOW YOU DON'T WANT ME TO MAKE ANY PROMISES I CAN'T KEEP! HEY, YOUR PHONE'S RINGING!

OH, BROTHER--I BET I KNOW WHO THAT IS!

HOW ABOUT THAT-- MY DESK IS STILL INTACT! YOU DO GOOD WORK, MR. CHANG! YOU SHOULD HAVE BEEN A MOVING MAN!

HEY, THERE'RE SOME LADIES I KNOW WHO ALREADY CLAIM I'M QUITE A MOVER!

UH-*HUH!* I DON'T WANT TO HEAR ABOUT IT... OKAY?

HELLO, PETER? THIS IS--

--BARNEY BUSHKIN! HOW'S THE ***DAILY GLOBE'S*** ACE PHOTOG ON THIS BRIGHT AND WONDERFUL DAY?

I'M RUNNING A LITTLE LATE, BARNEY! WHAT CAN I DO FOR YOU?

PICTURE'S, M'BOY! THE COBRA BROKE OUT OF RYKER'S LAST NIGHT, AND I NEED PICTURES OF HIM IN ACTION!

WHAT?! BARNEY--

--HOW THE BLAZES AM I SUPPOSED TO FIND THE COBRA? CALL INFORMATION AND ASK FOR HIS ADDRESS?

PETER, YOU UNDER-ESTIMATE YOURSELF-- YOU'LL THINK OF SOMETHING! YOU'RE ALWAYS GETTING GREAT ACTION SHOTS OF SPIDER-MAN, AREN'T YOU?

SURE, BUT WHAT'S THAT GOT TO DO WITH THE COBRA?

I MEAN, DOESN'T HE USUALLY FIGHT DAREDEVIL OR SOMEBODY?

OH, BOSH! ONE FELLA IN A COSTUME IS PRETTY MUCH THE SAME AS ANOTHER, RIGHT? SPIDER-MAN WALKS ON WALLS, THE COBRA SLITHERS ACROSS 'EM!

BUT, BARNEY--!

JUST GET ME SOME GREAT PICS BY TOMORROW AND I'LL SWING A BONUS FOR YOU! GO TO IT, LAD!

IN HIS OWN WAY, BUSHKIN IS A BIGGER PAIN THAN JONAH JAMESON EVER WAS! I ALWAYS KNEW WHAT TO EXPECT FROM JONAH, BUT BUSHKIN KEEPS THROWING ME ONE CURVE AFTER ANOTHER!

I WISH HE DIDN'T PAY ME SO WELL... THE ***GLOBE*** CAN BE SUCH A SLEAZY RAG AT TIMES! HEH! AND BARNEY FITS RIGHT IN!

STILL, THAT BONUS SOUNDS REAL GOOD! WITH THAT--

--I COULD REALLY SHOW DEB A GOOD TIME, AND -- EH?

MARCY? DON'T TELL ME YOU'RE JUST GETTING HERE?!

I AM. I HAD A DOCTOR'S APPOINTMENT.

WHAT'S WITH THE SCARF?

SHUT UP, PARKER-- JUST SHUT UP!

WHEW! SHE'S IN A GREAT MOOD, TODAY!

MARCY... IS SOMETHING WRONG? ANYTHING I CAN DO?

YES, YOU CAN KEEP YOUR NOSE OUT OF MY BUSINESS... ALL RIGHT?

WHAM

I DON'T THINK I'LL EVER FIGURE THAT LADY OUT! I'VE NEVER SEEN ANYONE WITH SUCH A CHIP ON THEIR SHOULDER!

NOT A WORD, HOPKINS! NOT ONE WORD!

HUH?! WHAT DID I SAY?

NOTHING! KEEP IT THAT WAY!

WHAT'S GOT INTO THE ICE QUEEN? AND WHAT'S WITH THE SCARF? SHE IN TRAINING TO BE A GYPSY OR SOMETHING?

BEATS ME, STEVE -- YOU KNOW THE LADY BETTER THAN I DO!

PETE, *NOBODY* KNOWS MARCY KANE!

YEAH, I GUESS NOT. OH, WELL, WHAT'S ON TODAY'S AGENDA?

IT'S YOUR LUCKY DAY, PETE! YOUR NAME CAME UP IN ROTATION TO PRESIDE OVER ALL THE FRESHMAN CHEM LABS!

FRESHMAN CHEM LABS?! GIVE ME A BREAK! ISN'T THERE SOMETHING SIMPLER I COULD DO... LIKE SAY, TEACH HAND-TO-HAND COMBAT TO DOLPHINS?

THERE, THERE, STOUT FELLOW! WE KNOW YOU CAN DO IT! BESIDES, BETTER YOU THAN US!

SO LONG, PETE, IT WAS NICE KNOWING YOU! WE'LL TELL YOUR NEXT-OF-KIN THAT YOU WENT OUT WITH A SMILE!

JOLLY JOKERS!

AW, WHAT AM I WORRIED ABOUT? MAYBE FRESHMEN HAVE IMPROVED SINCE I WAS ONE!

LAB 114

R H JEKYLL

NO, I GUESS THERE ARE SOME THINGS THAT JUST NEVER CHANGE!

COOL IT! HERE COMES THE T.A.!

AND SO, FOR THE NEXT SEVERAL HOURS, PETER PARKER IMMERSES HIMSELF IN THE ROLE OF TEACHING ASSISTANT-- STEERING NERVOUS YOUNG SCIENCE STUDENTS THROUGH THEIR EXPERIMENTS. IT ISN'T THE EASIEST JOB IN THE WORLD...

BUT I CAN'T UNDERSTAND WHAT WENT WRONG! I ADDED THE SULFIDE!

UH... NO, NYRA... YOU WERE SUPPOSED TO ADD A *SULFATE!*

I-I-IS THIS RIGHT?

YES, ALWAYS REMEMBER-- YOU ADD ACID TO WATER!

IT'S JUST A MINOR BURN... YOU'LL BE OKAY!

TRY TO BE A LITTLE MORE CAREFUL NEXT TIME, ALL RIGHT?

I BLEW IT, HUH?

MR. PARKER-- *HELP!!*

HOURS LATER, WHEN IT'S ALL OVER...

YOW, WHAT A DAY! MOST OF THE KIDS SEEM PRETTY BRIGHT, BUT THEY HAVE SO MUCH TO LEARN!

KIDS... HAH! THEY'RE ONLY FOUR YEARS YOUNGER THAN I AM, MOST OF THEM! BOY, I NEED TO UNWIND!

AND I KNOW JUST THE WAY TO DO IT!

WITHIN MINUTES, THE YOUNG GRAD STUDENT HAS CHANGED TO MORE COLORFUL ATTIRE AND IS SWINGING THROUGH THE TWILIGHT SKIES IN A MANNER UNIQUELY HIS OWN!

YEAH, THIS IS JUST WHAT THE DOCTOR ORDERED--

--LOTS OF EXERCISE AND FRESH AIR-- OR WHAT PASSES FOR FRESH AIR AROUND HERE!

NOW TO SEE IF I CAN EARN THAT BONUS OF BUSHKIN'S! IT SHOULDN'T BE TOO DIFFICULT--

--ALL I HAVE TO DO IS FIND ONE SNAKEY GUY IN A CITY OF OVER TEN MILLION PEOPLE! THAT'S ASSUMING HE WASN'T SMART ENOUGH TO LEAVE TOWN!

THWIP

KNOWING MY LUCK, I WON'T EVEN SPOT A JAYWALKER TONIGHT!

BUT, AS THE WEB-SWINGING WONDER HEADS UPTOWN...

MY PURSE! HELP! SOMEBODY STOP THAT MAN!

SHUDDAP, LADY! AIN'T NOBODY GONNA STOP ME!

LOOKS LIKE YOU SPOKE TOO SOON, SON!

QUE?

SORRY, BUT I DON'T HAVE TIME TO STOP AND CHAT! TA-TA!

MINUTES WHIZ BY AS SPIDER-MAN CRISS-CROSSES THE CITY. AND THEN, JUST SOUTH OF MIDTOWN...

LOOK, I TOLD YA -- BEAT IT!

AN' WE TOL' YOU, OLD MAN... THAT AIN'T THE ANSWER WE WANNA HEAR!

PARDON ME, FELLAS! DID YOU KNOW THAT HASSLING NEWS VENDORS COULD BE HAZARDOUS TO YOUR HEALTH?

CRIPES!

LET'S GET OUTTA HERE! I DON' WANNA MESS WITH NO SPIDER-MAN!

I DON'T THINK YOU'LL HAVE TO WORRY ABOUT THEM AGAIN!

OH, YEAH? WHAT DO **YOU** WANT... A REWARD? YOU DON'T FOOL ME, YA MASKED HOOLIGAN -- YOU'RE JUST AS BAD AS THEY ARE!

HUH?

I DON'T JUST SELL THE ***DAILY BUGLE***, YA KNOW-- I READ IT, TOO! I SEEN ME MR. JAMESON'S EDI-TORIALS ABOUT YOU! I KNOW WHAT KINDA CREEP YOU REALLY ARE!

YEAH, THAT'S IT, YA BUM -- G'WAN, BEAT IT!

YEP, IT CERTAINLY HAS BEEN ONE OF THOSE DAYS!

HOURS PASS, AND FINALLY...

ALL I'VE MANAGED TO DO TONIGHT IS STOP A COUPLE OF MINOR ALTERCATIONS AND USE UP A FEW CARTRIDGES OF WEB-FLUID! I MIGHT AS WELL PACK IT IN BEFORE... UH-OH!

THE OLD SPIDER-SENSE SUDDENLY STARTED BUZZING AS I ROUNDED THIS CORNER! AND THE DIAMOND DISTRICT IS DOWN THIS WAY!

I MAY NOT HAVE FOUND THE COBRA, BUT THERE'S A CLEAR AND PRESENT DANGER NEARBY! THINK I'LL JUST FOLLOW THE BUZZ, AND SEE WHAT I FIND!

AND, AS FATE WOULD HAVE IT, JUST DOWN THE BLOCK, IN AN EXCLUSIVE JEWELRY STORE...

I WAS A FOOL TO EVER ALLY MYSELF WITH HYDE!

IT WAS CHILD'S PLAY TO BREAK IN HERE! THIS HAUL ALONE WILL HAVE ME LIVING COMFORTABLY FOR MONTHS--

--AND THIS IS JUST THE BEGINNING!

BUT...

WHAT?! WHERE DID THAT BRIGHT LIGHT COME FROM?

THAT DESIGN... OH, NO!

TA-DAH! I COME FROM THE NOWHERE AND I GO TO THE NOPLACE... AND HERE I AM, THE STAR OF THE SHOW, YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN!

GREAT THING, THESE HIGH-IMPACT, BULLET-PROOF WINDOWS! OF COURSE, I CAN'T SAY TOO MUCH FOR THE STRENGTH OF THEIR FRAMES!

AW, DOPEY ME! I'VE GONE AND SET OFF THE BURGLAR ALARM! TELL YOU WHAT, COBRA, IF YOU STICK AROUND AND HELP ME APOLOGIZE TO THE POLICE--

JEWELRY CO.

DING-DING-DING-DING-DING

--I'LL PUT IN A GOOD WORD FOR YOU WITH THE... WARDEN?

WHAT THE HEY?! I HAVEN'T SEEN ANYONE MOVE THAT FAST SINCE I WENT A COUPLE OF ROUNDS WITH QUICKSILVER-- AND THAT WAS A LONG TIME AGO!*

*AMAZING SPIDER-MAN #71, TO BE SPECIFIC.-- D.

CRIMENY! HE EVEN SLITHERS UP WALLS! BUSHKIN WASN'T KIDDING!

UH, EXCUSE ME? MISTER COBRA, SIR? WOULD YOU BE SO KIND AS TO COME BACK DOWN HERE AND TAKE A FEW LUMPS?

WHAT? NO!

AW, COME ON! DON'T BE A--

--SPOILSPORT! HUH? WHERE'D HE GO? NO ONE'S THAT FAST!

HE HAS TO BE CLOSE BY! THE WAY MY SPIDER-SENSE IS TINGLING, I MUST BE RIGHT ON TOP OF HIM!

HERE I AM, FOOL! I POSSESS FAR MORE THAN JUST THE SPEED AND CUNNING OF A HUMAN SERPENT! I THINK YOU'LL FIND THAT MY STRENGTH IS FAR GREATER THAN THAT OF AN ORDINARY MAN!

YOU CANNOT SURVIVE THE CRUSHING COILS OF THE COBRA!

CAN, TOO! CAN, TOO!

IN CASE YOU HADN'T HEARD, SLIMEY, I'VE GOT THE PROPORTIONATE STRENGTH OF A SPIDER! I CAN BREAK YOUR GRIP --

--AND NOT EVEN WRINKLE MY WEBBING!

IN THAT CASE, THERE IS NO FURTHER NEED TO TEST OUR RELATIVE POWERS-- YOU CLEARLY HAVE THE SUPERIOR MIGHT!

WHY, OF ALL THE COWARDLY--!

NO WONDER YOU'VE SURVIVED AT THIS GAME AS LONG AS YOU HAVE!

BUT YOU'RE NOT GETTING AWAY FROM ME THAT EASILY! COME OUT, COME OUT, WHEREVER YOU ARE!

YOU... YOU RIPPED THE CHIMNEY APART AS THOUGH IT WERE NOTHING!

AW, SHUCKS! YOU NOTICED!

THERE HE GOES AGAIN! IF I'M GOING TO GET MY HANDS ON ANY OF THE BONUS MONEY FROM THE **GLOBE**, I'D BETTER SET UP MY CAMERA WITH THE AUTOMATIC SHUTTER--

--AND TRY TO CHASE THE COBRA BACK PAST ITS FIELD OF FOCUS WHILE I STILL CAN!

NOW WHERE DID HE GO? DON'T TELL ME I'VE LOST HIM!

UH-OH, THERE GOES THAT OLD FAMILIAR SPIDER-SENSE TINGLE! SOMETHING'S COMING IN FAST FROM BEHIND ME!

OH, NO! NOT GAS! NOT AGAIN!

WHUMP

YES, SPIDER-MAN--GAS! MY OWN SPECIAL COBRA-GAS! ITS VAPORS ARE QUITE DEADLY! HA-HA! I'D LIKE TO SEE YOU MOCK ME NOW!

KRAK

ALL RIGHT, SNAKEY--DON'T MIND IF I DO!

YOU PICKED THE WRONG TIME TO LOB YOUR LITTLE GAS GRENADES, COBRA! TWO PEOPLE HAVE USED GAS ON YOURS TRULY IN THE PAST COUPLE OF WEEKS!*

NEED I MENTION THAT I HELD MY BREATH THIS TIME?

BUT WHAT'S THE BIG IDEA OF USING A "DEADLY" GAS AGAINST ME, ANYWAY? FOLKS WILL START TO THINK YOU DON'T LIKE ME!

*BELLADONNA IN ISSUE #43 AND MALACHAI TOOMES IN ISSUE #44. --D.

HEY, COME BACK HERE WHEN I'M TALKING TO YOU!

YOU KNOW, COBRA, NOT ONLY ARE YOU A SLIPPERY LI'L DEVIL, BUT YOU'RE ONE OF THE QUIETEST GUYS I'VE EVER FOUGHT!

PERHAPS THAT'S BECAUSE YOU DO ENOUGH TALKING FOR THE BOTH OF US!

I, ON THE OTHER HAND, PREFER TO DEVOTE MY ENERGIES TO THE ATTACK!

:?!?:

SUDDENLY, UNEXPECTEDLY, THE COBRA TRIGGERS A MINIATURE PROJECTILE LAUNCHER IN HIS GLOVE, SENDING THREE TINY DARTS ROCKETING TOWARD SPIDER-MAN WITH SUCH SPEED --

--THAT EVEN HE CANNOT MOVE FAST ENOUGH TO EVADE THEM!

THAUK

WHUNNGH! I DON'T KNOW WHAT FEELS WORSE -- MY STOMACH OR MY HEAD! THOSE DARTS... HAD SOME SORT OF DRUG ON THEM!

THAT'S WHAT I GET FOR BEING OVER-CONFIDENT ... HE SET ME UP, BUT GOOD!

WHAT?! YOU'RE STILL STANDING? THOSE VENOM DARTS SHOULD HAVE LEFT YOU PARALYZED FOR HOURS!

THE WAY I FEEL, I WISH THEY HAD! MY SYSTEM'S FIGHTING OFF THE VENOM'S EFFECTS, BUT I'M GOING TO BE GROGGY FOR A WHILE YET!

CAN'T LET HIM KNOW THAT... I'LL HAVE TO BRAZEN IT OUT, SOMEHOW!

HEY, SNAKE-EYES... YOU CAN'T KEEP A GOOD ARACHNID DOWN!

BUT, WHILE SPIDER-MAN FIGHTS OFF BOTH THE VENOM AND THE COBRA--

--A NEW ELEMENT ENTERS THE BATTLE IN THE PERSONAGE OF THE N.Y.P.D.'S LT. KRIS KEATING AND HIS SPECIAL WEAPONS TASK FORCE!

THAT REPORT WE GOT WAS RIGHT ON THE BEAM -- IT'S THE COBRA!

BREAK OUT THOSE RIOT GUNS... WE'RE GONNA NAIL THAT SUCKER!

BUT, LIEUTENANT, WHAT ABOUT SPIDER-MAN?

BTOOM BTOOM BTOOM

HE'LL JUST HAVE TO GET OUTTA THE WAY! DON'T WORRY, HE CAN TAKE CARE OF HIMSELF! FIRE YOUR WARNING SHOTS!

AND AS THE WARNING BARRAGE HITS HOME...

--A PROJECTILE WHICH BILLOWS OUT INTO A NET...

WHAT IS THIS?! NATIONAL DUMP-ON-SPIDER-MAN DAY?! HOLD YOUR FIRE, BLAST IT-- I'LL CATCH THE COBRA FOR YOU!

FLIPPING BACK OVER THE ROOFTOP, SPIDER-MAN RACES AFTER THE COBRA, UNAWARE OF THE PROJECTILE FIRED AFTER HIM--

...A NET OF FINE STEEL-MESH!

WHAT THE DEVIL--? WHERE DID *THIS* COME FROM?!

GREAT, JUST GREAT! COBRA'S VENOM MUST HAVE MUCKED UP MY SPIDER-SENSE... I GOT NARY A TINGLE FROM THIS THING!

BUT SOMEBODY'S GONNA FEEL A LOT MORE THAN A TINGLE... REAL SOON! I'M MAD NOW!

C'MERE, YOU!

IN CASE YOU HADN'T GUESSED, COBRA, YOU'VE GIVEN ME WAY TOO MUCH OF A HARD TIME THIS EVENING! THAT'S GOING TO STOP... *NOW!*

THWAP

UNH?

YOU'VE LED ME ON A PRETTY MERRY CHASE TONIGHT--IT WAS EVEN A LITTLE FUN AT FIRST! BUT WHEN PEOPLE START USING GAS AND DRUGS ON ME, I GET PEEVED!

AND WHEN I START GETTING SHOT AT, I GET *VERY* PEEVED!

W-WHAT ARE YOU GOING TO--?

CLUE NUMBER ONE... I'M NOT GOING TO PULL MY PUNCH!

THAMM

WHIZZZZZ

KRISH

THOOM

IT'S AWFULLY QUIET UP THERE, LIEUTENANT! YOU THINK WE SHOULD SEND A TEAM UP TO THE ROOF?

WELL, I... WAIT! WHAT'S THAT?

AND IN SECONDS, SKITTERING DOWN THE WEB-LINE...

YOU CAN CALL OFF THE HEAVY ARTILLERY, BOYS -- I HAVE YOUR PRIZE PACKAGE HERE FOR YOU!

OKAY, LOAD 'IM IN THE WAGON, BOYS!

THAT'S THE COBRA, HUH? HE DOESN'T LOOK SO TOUGH TO ME!

WOULD *YOU* LOOK TOUGH AFTER A TUSSLE WITH SPIDER-MAN?

I SUPPOSE I OUGHTTA BE THANKING YOU FOR THE HAND...

IT SOUNDS LIKE THERE'S A "BUT" CONNECTED TO THAT THANKS!

YOU'RE DARNED RIGHT, THERE IS! WHEN ARE YOU HERO-BOYS GONNA LEARN TO STAY OUT OF POLICE BUSINESS?

I DON'T NEED THIS GRIEF!

WHAT'S THE MATTER, KEATING? AFRAID I'LL SHOW YOU UP?

HEY, DON'T GIVE *ME* A HARD TIME! THERE'S A LOT OF QUESTIONS I COULD THROW AT YOU! FOR INSTANCE--!

UH, SIR?

I... UH... DON'T KNOW HOW TO SAY THIS, BUT... WELL, THE COBRA... UH... GOT AWAY.

GOT AWAY?! WHAT DO YOU MEAN, HE GOT AWAY?

WELL... WE WERE PUTTING HIM IN THE VAN, WHEN HE SUDDENLY WHEELED AROUND, BOPPED AL AND MARTY, AND SLITHERED INTO A SEWER! I NEVER SAW ANYTHING MOVE SO FAST!

I DON'T BELIEVE THIS! YOU HAD HIM... A-AND YOU LOST HIM? JUST LIKE THAT?!

WAY TO GO, KEATING!

HUH?!

YOU GUYS ARE REALLY ON THE BALL!

AT LEAST I DIDN'T LOSE THE GUY I'D CAPTURED! WHAT DO YOU DO FOR AN ENCORE-- GIVE MANHATTAN BACK TO THE INDIANS?

YOU'LL BE SORRY YOU WISED OFF TO ME, YA BLAMED VIGILANTE! I'VE GOT A LONG, NASTY MEMORY... I'LL REMEMBER THIS!

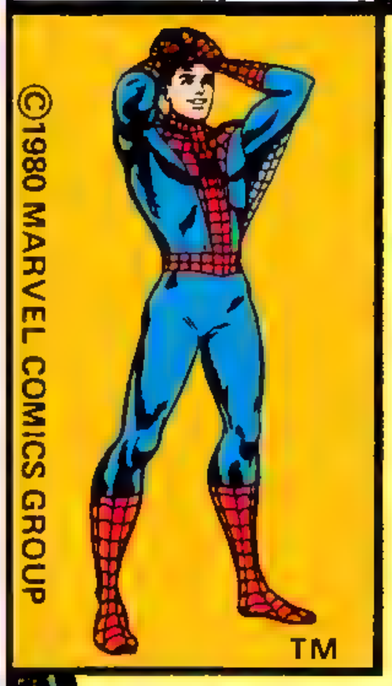
I LOVE YOU, TOO, KEATING! BUT IF YOU WANT ME AS A WHIPPING BOY, YOU'LL HAVE TO STAND IN LINE BEHIND A FELLA NAMED JAMESON!

SORRY I HAVE TO RUN, BUT IT'S BEEN A LOOOONG NIGHT! 'BYE NOW!

NEXT) *A NIGHT ON THE PROWL!*

MARVEL® COMICS GROUP
50¢ CC
47 OCT 02199

WIN A TOYS "R" US® SHOPPING SPREE!
GRAND PRIZE MINIMUM VALUE $3000! DETAILS INSIDE!



PETER PARKER, THE SPECTACULAR SPIDER-MAN

APPROVED BY THE COMICS CODE AUTHORITY

...AND AFTER THIS IT'LL GET DANGEROUS!

WHO IS THE NEW PROWLER?

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

WESNER'S PUB IN MANHATTAN'S GREENWICH VILLAGE IS RENOWNED FOR ITS SUBSTANTIAL MENU, REASONABLE PRICES, AND GIANT TV-PROJECTION SYSTEM.

THOSE FIRST TWO ITEMS ARE WHAT ATTRACTED PETER PARKER. THE LAST ONE IS ABOUT TO GIVE HIM INDIGESTION!

CHANNEL-4 NEWSWATCH... WITH MELBA TOLIVER!

GOOD EVENING! A BIZARRE SERIES OF BREAK-INS THROUGHOUT THE CITY HAS LED TO A DEATH AT A FASHIONABLE SOHO APARTMENT COMPLEX.

AUTHORITIES SAY **SPIDER-MAN** MAY BE INVOLVED!

OH, NO!

KILLER?

I'VE BEEN HERE ALL EVENING WITH DEBRA WHITMAN... I HAVEN'T BEEN NEAR SOHO FOR DAYS! WHO COULD POSSIBLY BE SETTING UP SPIDER-MAN *THIS* TIME?!

A NIGHT ON THE PROWL!

ROGER STERN / WRITER | MARIE SEVERIN / PENCILER | BRUCE D. / INKS & LETTERS

GLYNIS W. / COLORIST | DENNIS O'NEIL / EDITOR | JIM SHOOTER / ED. IN CHIEF

LF207

MAYBE IF I CAN FIND OUT MORE BEFORE DEB GETS BACK FROM THE LADIES' ROOM, I CAN STILL SALVAGE THE EVENING!

AW, WHO CARES ABOUT THIS? WHERE'S THE BALLGAME?

KLIK

WAIT A SECOND! I WANT TO HEAR MORE!

KLIK POLICE ARE STILL AT THE POWERS ARMS! AND NOW, THIS MESSAGE...

POWERS ARMS... I THINK I KNOW WHERE THAT IS!

WHAT ARE YOU, SOME KINDA WISE GUY?

I OUGHTTA...

YOU OUGHTTA WHAT, LIAM?

UH... I OUGHTTA HAVE A NICE, POLITE DISCUSSION WITH THIS GENTLEMAN!

C'MON YOU--

--WE'RE GONNA DO OUR "DISCUSSING" OUT IN BACK!

OH, BROTHER! I DIDN'T NEED THIS!

ALL RIGHT, BUT I'D BETTER WARN YOU--

EXIT

TELEPHONES

--I GOT STRAIGHT A's IN "DEBATE"!

EXIT

WHAP

GOOD THING IT'S DARK BACK HERE. IF I'M LUCKY, LIAM WON'T REMEMBER MY FACE!

HERE YOU ARE! I'VE BEEN LOOKING ALL OVER FOR YOU, PETER!

YEAH, WELL... I THINK WE OUGHT TO LEAVE, DEB! I'VE ALREADY PAID THE BILL, AND I JUST REMEMBERED--

"--THERE'S A CLASS I HAVE TO PREPARE FOR TOMORROW!"

AND SO, THE YOUNG COUPLE IS LONG GONE BY THE TIME LIAM IS FOUND!

TSK-TSK! DRUNK AGAIN!

CHATTERWOCK IS COMING

MEANWHILE, JUST A FEW SHORT BLOCKS AWAY, AT DEBRA'S APARTMENT...

Y-YOU'RE SURE YOU CAN'T COME IN FOR A MINUTE?

I'D LOVE TO, KID, BUT I REALLY HAVE TO SPLIT!

SEE YOU TOMORROW AT THE OFFICE!

SOON, ALONE IN HER ROOMS...

HE... HE ONLY TOOK ME OUT BECAUSE HE FELT SORRY FOR ME--I JUST KNOW IT! WHY DID I THINK HE REALLY LIKED ME?

BUT, A ROOFTOP AWAY, THE **REAL** REASON FOR PETE'S DEPARTURE IS BECOMING APPARENT...

I REALLY HATED TO DITCH DEB... BUT I HAVE TO CHECK-OUT THAT NEWS STORY!

THE LAST THING I NEED IS A MURDER CHARGE HANGING OVER ME!

ONE QUICK SERIES OF SWINGS LATER...

AH-HAH! I THOUGHT I KNEW WHERE THIS PLACE WAS!

AND THE POLICE ARE STILL HERE! I'D BETTER GET OUT OF SIGHT BEFORE I'M ACCUSED OF RETURNING TO THE SCENE OF THE CRIME!

POWERS ARM

SHORTLY, ON THE BUILDING'S ROOF...

NEW YORK'S FINEST WON'T BE TOO EAGER TO ANSWER SPIDER-MAN'S QUESTIONS RIGHT NOW--BUT I MIGHT BE ABLE TO PICK UP A LITTLE IN-FORMATION AS A ***DAILY GLOBE*** EMPLOYEE...

...EVEN IF I ***DON'T*** HAVE MY CAMERA WITH ME!

LET'S SEE... THE ACTION SEEMED TO BE COMING FROM THE SIXTH FLOOR!

AND, SURE ENOUGH...

EXCUSE ME, I...

HUH? WHO THE DEVIL ARE ***YOU?*** AND HOW DID YOU GET UP HERE? THIS IS A POLICE IN-VESTIGATION!

OH, HE'S ALL RIGHT, SARGE! THAT'S... ***PARKER,*** ISN'T IT? HE WORKS FOR THE ***GLOBE!***

WELL... IF DONOVAN SAYS YOU'RE ALL RIGHT, I GUESS IT WON'T HURT ANYTHING!

THANKS, SERGEANT! I HEARD THAT THIS WAS JUST ONE OF A SERIES OF BREAK-INS!

YEAH... ALL OVER TOWN... ALL SECOND-STORY JOBS... AND ALL IN RITZY APARTMENTS BELONGING TO PEOPLE IN THE FASHION TRADES! BUT THIS WAS THE ONLY PLACE WHERE SPIDER-MAN WAS CAUGHT IN THE ACT!

SERGEANT SNIDER, HOW MUCH LONGER IS THIS GOING TO TAKE? I'VE BEEN ANSWERING THE SAME QUESTIONS FOR OVER AN HOUR!

JUST RELAX, MR. DAUGHERTY-- WE'RE ALMOST THROUGH!

I SHOULD HOPE SO! LORD, I WAS NEARLY KILLED TONIGHT! DESIREE? WHERE ARE YOU?

KEEP YOUR SHIRT ON, STEVE--

--I WAS JUST FIXING YOU A FRESH DRINK. YOU LOOK LIKE YOU COULD USE ONE!

NOW THEN, SERGEANT SNIDER... DETECTIVE DONOVAN... MAY I FINISH GIVING YOU MY STATEMENT?

IF YOU'D PLEASE, MRS. VAUGHN-POPE!

BOY, IT'S PLAIN TO SEE WHO'S IN CHARGE HERE!

ALL RIGHT, I'LL GO OVER THIS ONE MORE TIME. AND I'D APPRECIATE IT IF THE GENTELMAN FROM THE PRESS WOULD PAY CLOSE ATTENTION... I'D RATHER NOT BE BOTHERED AGAIN TONIGHT!

I SHOULD THINK NOT!

SHUT UP, STEVE!

"IT ALL BEGAN WHEN I RETURNED HOME EARLY FROM AN EVENING OF DANCING WITH MY... FRIEND, MR. DAUGHERTY, AND MY BODYGUARD, CHARLIE McGUIRE."

DESIREE! THERE'S SOMEONE HERE!

GET BACK, I'LL HANDLE THIS!

CHARLIE USED TO BE A COP-- IN PHILLY, I THINK--BEFORE THEY KICKED HIM OFF THE FORCE! ANYWAY, HE WAS A CRACK SHOT, AND HE RARELY MISSED. TONIGHT WAS ONE OF THOSE RARE OCCASIONS, I GUESS.

"I REMEMBER BEING SO SURPRISED AT HOW FAST SPIDER-MAN MOVED! BUT THEN, *EVERYTHING* HAPPENED SO FAST!"

CHARLIE FOLLOWED SPIDER-MAN OUT ONTO THE BALCONY AND... DIDN'T COME BACK. I RAN TO THIS WINDOW AND GOT HERE JUST IN TIME TO SEE CHARLIE FALL... AND SPIDER-MAN GET AWAY.

YOU'RE CERTAIN IT WAS, SPIDER-MAN?

SERGEANT, WHO ELSE COULD HAVE ESCAPED BY CRAWLING UP THE SIDE OF A BUILDING?

I WOULDN'T GO PUTTING OUT AN ALL-POINTS BULLETIN FOR SPIDER-MAN JUST YET, SNIDER! PEOPLE ***HAVE*** IMPERSONATED HIM BEFORE, YOU KNOW!

AND GET A LOAD OF THIS! I DON'T THINK SPIDER-MAN LEAVES FINGER HOLES CHOPPED INTO THE WALLS!

'SCUSE ME, SARGE! BEFORE YOU LOOK AT THE WALL, CHECK THIS OUT! WE DUG THIS STEEL FLECHETTE OUT OF THE BALCONY--EVIDENTALLY, IT WAS FIRED AT THE BODYGUARD!

WHAT ?!

THERE YOU GO, SNIDER! SINCE WHEN HAS SPIDER-MAN FIRED ANYTHING BESIDES WEBBING... AT ANYBODY?!

EE-YEAH! IT'S STARTING TO LOOK LIKE SOMEBODY WANTS US TO ***THINK*** SPIDER-MAN'S BEHIND THIS... BUT WHO?

I HAVE A PRETTY GOOD IDEA WHO!

THIS STILL DOESN'T MAKE SENSE. WHOEVER WAS ROBBING THIS PLACE DIDN'T HAVE TIME TO TAKE ANYTHING...BUT IT LOOKS LIKE HE WAS GOING THROUGH THESE FASHION DESIGNS OF MRS. VAUGHN-POPE'S!

YEAH, AND THERE'S SIMILAR EVIDENCE AT THE OTHER BREAK-INS... ALMOST LIKE ROBBERY WAS AN AFTERTHOUGHT!

WELL, MAYBE WE OUGHTTA LOOK INTO THE FASHION ANGLE! SAY, WASN'T SPIDER-MAN INVOLVED A WEEK OR SO AGO WITH WHAT'S HIS NAME ...THE FASHION GUY... KINGSLEY?

I'LL THANK YOU NOT TO MENTION VERMIN LIKE ***RODERICK KINGSLEY*** IN THIS HOUSE!

HEY, SARGE! LOOK WHAT WE JUST FOUND ON THE ROOF!

WHAT THE DEVIL IS THAT?!

A BALL OF ...WELL... WEBBING, SIR!

OKAY, THIS CINCHES OUR FIRST SUSPICIONS! SPIDER-MAN WAS DEFINITELY HERE TONIGHT!

GREAT! I'VE JUST DONE MYSELF IN! WHY DIDN'T I TAKE TIME TO TOSS THAT STUFF DOWN A CHIMNEY OR SOMETHING?

WELL, GENTLEMEN, IT LOOKS AS IF YOU'VE IDENTIFIED YOUR KILLER. NOW IF YOU'LL EXCUSE ME...

THERE'S SOMETHING ABOUT THAT LADY...WHAT IS IT? HAVE I MET HER BEFORE? WELL, NO TIME TO WORRY ABOUT THAT...THERE'S A MAN I HAVE TO SEE!

*SOON, AFTER A QUICK TRIP HOME, PETER CHANGES ONCE AGAIN TO SPIDER-MAN--AND MAKES HIS WAY TO THE BOROUGH OF **QUEENS**...*

THERE'S ONLY ONE GUY I KNOW WHO DIGS INTO WALLS WHEN HE CLIMBS AND FIRES METAL DARTS...HOBIE BROWN, THE ***PROWLER!***

WE DIDN'T EXACTLY PART COMPANY ON THE BEST OF TERMS*--

*AMAZING SPIDER-MAN #93--D.

--AND HE MIGHT BE TRYING TO GET BACK AT ME. STILL, I CAN'T IMAGINE HOBIE KILLING SOMEBODY!

WELL, THERE'S ONE SURE WAY TO GET SOME ANSWERS. I JUST HOPE--

"-- HIS ADDRESS WAS LISTED CORRECTLY IN THE PHONE BOOK!"

HUNH? WHAT'S WITH THE FLASHIN' RED LIGHT?

FUNNY! I DON'T SEE ANY POLICE OR FIRE TRUCKS ...BUT WHO ELSE COULD IT BE?

HEY!

I'M GLAD YOU WERE HOME, BROWN! WE HAVE A LOT OF CATCHING UP TO DO!

NOW, I WANT SOME ANSWERS, AND I WANT THEM STRAIGHT! I WAS FRAMED FOR A MURDER TONIGHT... AND THE FRAME HAD ALL THE MARKINGS OF A ***PROWLER*** JOB!

THE PROWLER?! HEY, NO WAY, MAN!

I'M MARRIED NOW. I PUT THE PROWLER TO REST MONTHS AGO.

I'D LIKE TO BELIEVE YOU, HOBIE... I'D LIKE TO THINK THAT THE DIFFERENCES THAT LED TO US WERE JUST MISUNDERSTANDINGS.

LISTEN, AFTER THAT LAST FIASCO, I NEVER WANTED TO ***HEAR*** OF THE PROWLER AGAIN!

"YOU MUSTA SEEN THAT SPECIAL THEY RAN ON THE LOCAL TV STATIONS... THE ONE ABOUT THE ***DEFENDERS!***

"WELL, I THOUGHT THAT JOININ' THEM WOULD ESTABLISH ME AS A REAL SUPERDUDE. ONLY PROBLEM WAS, A LOT OF OTHER FOLKS SHOWED UP, TOO.

"WE ALL SHOULD'VE KNOWN BETTER.

"I MEAN, I'M STILL TRYIN' TO LIVE IT DOWN! AN' MY PART IN THE MESS ENDED PRETTY FAST -- I WAS TOSSED INTO THE HARBOR BY THE ***VALKYRIE!*** SHE WAS GOING CRAZY OR SOMETHIN'! *

* DEFENDERS #64 -- D.

"ANYWAY, ONCE I'D PULLED MYSELF UP ON DRY LAND, I DECIDED RIGHT THEN AND THERE TO HANG IT UP!

"I WRAPPED UP MY PROWLER GEAR AN' STUFFED IT IN THE STORAGE ROOM... AN' I HAVEN'T BEEN NEAR IT SINCE!"

LIKE I SAID, HOBIE-- I'D LIKE TO BELIEVE THAT!

LOOK, MAN, LEMME GRAB A ROBE AND I'LL TAKE YOU DOWN TO THE BASEMENT AND SHOW YOU! MY GEAR MUST BE ALL RUSTED UP BY NOW!

BUT SHORTLY...

WHAT THE--? THE LOCK'S BEEN JIMMIED... MY STUFF'S ALL GONE!

THIS COULD BE AN ACT, BUT I DON'T THINK SO! HOBIE IS TOO GENUINELY SURPRISED!

EVERYTHING-- THEY TOOK EVERYTHING! MY TOOLS, MY SCHEMATICS, THE WHOLE SCHMEAR! AND THAT MEANS WHOEVER TOOK IT IS USIN' IT!

WE GOTTA STOP HIM!

NO, NOT WE... ***ME!*** YOU WANTED TO GIVE THIS UP, REMEMBER?

I'LL FIND THIS NEW PROWLER. AFTER ALL, I HAVE MORE AT STAKE!

LEAVING THE GRUMBLING HOBIE BROWN BEHIND, SPIDER-MAN SWINGS OFF ACROSS QUEENS... EVENTUALLY COMING TO THE SECTION KNOWN AS FOREST HILLS!

GEE... THE OLD HOMESTEAD! I HAVEN'T BEEN BACK HERE SINCE THAT MESS WITH THE BURGLAR!* THERE'RE A LOT OF MEMORIES TIED UP IN THAT OLD HOUSE!

DARN! I JUST REALIZED ...IT'S BEEN WEEKS SINCE I VISITED AUNT MAY! I HAVE TO DO SOMETHING ABOUT THAT!

*AND, EVEN AS SPIDER-MAN CONTEMPLATES HIS FAMILY DUTIES, IN MANHATTAN, A DARKLY-GARBED FIGURE SKULKS ACROSS THE ROOF TOPS TO HIS LAIR!

NO ONE'S AROUND. I'D BETTER GET UNDERCOVER FAST!

*AMAZING SPIDER-MAN #200--D.

WHAT A NIGHT-- ONE BAD BREAK AFTER ANOTHER!

FIRST, THAT BODY-GUARD HAD TO PLAY HERO... AND NOW, I CAN'T FIND A FENCE IN TOWN WHO'LL HANDLE MY LOOT!

I WONDER WHAT THE COPS ARE DOIN' ABOUT THIS MESS? I BETTER CHECK THE POLICE BAND!

:KLIK: ALL UNITS BE ON THE LOOKOUT FOR SPIDER-MAN... WANTED IN CONNECTION WITH THE POWERS ARMS KILLING!

WHAT?! THEY'RE BLAMIN' SPIDER-MAN?

THAT'S BAD... BAD! IF I KNOW HIM, HE'LL BE LOOKIN' FOR ME! I GOTTA GET OUT OF TOWN!

YOU'RE NOT GOING ANYWHERE!

WHO?

WHO DID YOU EXPECT, PROWLER? I DO PAY THE RENT ON THIS PLACE AFTER ALL!

I HELPED SET YOU BACK UP IN BUSINESS, RED! I *OWN* YOU... RIGHT DOWN TO YOUR SOCKS!

LOOK, BELLADONNA, I AGREED TO PULL THE JOBS YOU WANTED-- THE *WAY* YOU WANTED-- BUT YOU NEVER MENTIONED THAT SPIDER-MAN MIGHT GET INVOLVED!

AND HE'S ONE GUY I DON'T WANNA MESS WITH AGAIN!

I MUST ADMIT THAT THE SPIDER-MAN ANGLE WAS UNEXPECTED... BUT I THINK WE CAN USE IT TO GOOD ADVANTAGE!

NO, DON'T TRY ANYTHING, MY FRIEND! I SEE THOSE MUSCLES TENSING... JUST RELAX!

NOW, SUPPOSE YOU TELL ME EXACTLY WHAT HAPPENED TONIGHT!

I DID JUST WHAT YOU SAID... KNOCKED OVER A BUNCH OF FASHION DESIGNERS' HOMES, THEN WENT TO THE VAUGHN-POPE DAME'S PLACE AND WAITED FOR HER TO COME HOME!

"ANYWAY, I SPLIT OUT ONTO THE BALCONY WHEN THE LEAD STARTED TO FLY. I WOULDA GOTTEN AWAY, TOO...

BUT YOU NEVER MENTIONED THAT SHE HAD A TRIGGER-HAPPY BODYGUARD!

...BUT THE IDIOT FOLLOWED ME! HE HAD THE DROP ON ME GOOD!

HOLD IT, PALLY! ONE MOVE, AND YOU'RE A DEAD MAN!

"I WASN'T ABOUT TO LET MYSELF BE TAKEN! HE WAS FAST, SURE-- BUT I WAS FASTER! AND HE DIDN'T KNOW MY WRIST-BANDS FIRED HIGH-VELOCITY FLECH-ETTES!

"I SHOT THE HEATER RIGHT OUTTA HIS HAND. I FIGURED THAT WOULD END IT RIGHT THERE--

"--BUT THEN, THE FOOL JUMPED ME! I WAS ALMOST OFF THE BALCONY WHEN HE CONNECTED--

"--AND THE FORCE OF THE IMPACT CARRIED US ***BOTH*** OVER THE EDGE!

"THERE WAS NOTHING I COULD DO TO SAVE 'IM. I DUG IN WITH MY CLAWS AS HE TOOK THE BIG FALL. IT... WASN'T PRETTY, LEMME TELL YA!"

YOU SEEM UPSET BY WHAT HAPPENED.

I'M NO ANGEL, LADY... BUT I NEVER KILLED ANYBODY BEFORE! SURE, IT WAS AN ACCIDENT, BUT THEY'LL STILL CALL IT "*MURDER DURING THE COM-MISSION OF A FELONY*"--

--AND THAT'S ***FIRST DEGREE!*** IF I'M CAUGHT, IT'S ALL OVER FOR ME!

EXACTLY! WHICH IS WHY YOU WILL DO WHAT I SAY! THAT'S THE ONLY WAY YOU'LL KEEP ME FROM TURNING YOU IN!

AND I WOULDN'T TRY RUNNING OUT, IF I WERE YOU! THERE ARE MANY OTHER UNDERLINGS IN MY EMPLOY...AND THEY'LL BE KEEPING TABS ON YOU! DO I MAKE MYSELF CLEAR?

YEAH...REAL CLEAR.

GOOD! HERE, YOU MAY NEED THIS FOR WHAT YOU'RE GOING TO DO...

THE NEXT MORNING AT RESTWELL NURSING HOME...

YEP, THESE AUTOMATIC ELEVATORS ARE DANDY, BUT I STILL MISS THE OLD-FASHIONED KIND! DID I TELL YOU I USED TO OPERATE ONE IN THE EMPIRE STATE BUILDING?

Uh, YES...

...SEVERAL TIMES. I HOPE AUNT MAY IS IN AS GOOD A HUMOR AS THIS OLD GUY!

Ah, THIS IS MY FLOOR.

PING

WELL, YOU HAVE A NICE DAY, YOUNG FELLA!

HELLO, PRETTY LADY! FROM WHAT THEY TELL ME AT THE DESK, YOU'VE BECOME THE GLAMOR GAL OF THE SOLARIUM!

WHY, PETER! I DIDN'T KNOW YOU WERE COMING FOR A VISIT!

HEY, IF A GUY CAN'T SURPRISE HIS FAVORITE GIRL ONCE IN A WHILE...WHAT GOOD IS HE?

OH... HUSH, YOU! HAVE YOU BEEN TAKING YOUR VITAMINS?

EVERY DAY!

THANK HEAVEN! I HAVEN'T SEEN HER LOOK THIS HAPPY AND SPRY IN YEARS!

HAVE A SEAT, SON! MAY WAS JUST SHOWING US SOME OF THE SPIDER-MAN CLIPPINGS IN HER ALBUM! THAT FELLA SAVED HER LIFE, YA KNOW!*

SHE'S QUITE A LADY, YOUR AUNT!

TELL ME SOMETHING I DON'T KNOW!

OH, STOP IT-- BOTH OF YOU! YOU'RE MAKING ME BLUSH!

MAY, TELL US AGAIN HOW SPIDER-MAN STOPPED THE BURGLAR!

*IN AMAZING SPIDER-MAN #200--D.

AND, AFTER A BRIEF BUT HAPPY VISIT...

HOW ABOUT THAT! AUNT MAY'S BEEN ALL BUT BRAGGING TO HER FRIENDS ABOUT BEING RESCUED BY SPIDER-MAN!

THAT'S SURE AN IMPROVEMENT FROM THE DAYS WHEN SHE USED TO THINK HE WAS A MONSTER! MAYBE THERE'S HOPE FOR THE WORLD AFTER ALL!

BUT WHEN PETER REACHES HIS OFFICE AT EMPIRE STATE UNIVERSITY, HIS JUBILANT MOOD IS SHATTERED BY A SINGLE HEADLINE!

BOY, JONAH JAMESON DIDN'T WASTE ANY TIME HITTING ON SPIDER-MAN!

DOES HE EVER?

I HAD A LOVELY TIME LAST NIGHT, PETER. W-WE'LL HAVE TO DO IT AGAIN SOON... MY TREAT!

Hmm? OH, YEAH...SURE, DEB!

BLAST IT, I *HAVE* TO FIND THIS NEW PROWLER! IF SPIDER-MAN IS BECOMING A HERO TO AUNT MAY, I CAN'T HAVE IT RUINED FOR HER!

DAILY BUGLE

HE'S AT IT AGAIN

THIS TIME MURDER

RECEPTIONIST

BUT HOW DO I FIND HIM? *HOW?!*

LOST IN THOUGHT, PETER WALKS OFF... OBLIVIOUS TO THE SOUND OF ONE HEART BREAKING.

AND, THAT EVENING...

LOOKS LIKE THE ONLY THING I CAN DO IS TO KEEP SWINGING AROUND TOWN AND HOPE THE PROWLER TRIES TO PULL ANOTHER JOB!

I WONDER HOW MANY MILES OF WEBBING I WASTE IN A YEAR... JUST TRYING TO FIND SOMEBODY?

THIS IS LOOKOUT ONE! HE'S HEADED NORTH... DO YOU SEE HIM?

LOOKOUT TWO HERE... YEAH! HE'LL BE COMING INTO TARGET AREA "C" IN ABOUT FIVE MINUTES! HE'S ALL YOURS, PROWLER!

CHECK! I'M MOVING INTO POSITION NOW...

...BUT I STILL DON'T LIKE IT!

IF BELLADONNA DIDN'T HAVE ME BETWEEN A ROCK AND A HARD PLACE, I'D NEVER HAVE GONE ALONG WITH THIS!

JUST THINKING ABOUT GOING UP AGAINST SPIDER-MAN GIVES ME THE WILLIES! THIS PLAN IS NEVER GONNA WORK... BUT I HAVE NO CHOICE. I HAVE TO SEE IT THROUGH.

HERE HE COMES... IT'S NOW OR NEVER!

WHOA! MY SPIDER-SENSE JUST STARTED BUZZING LIKE THERE'S NO TOMORROW! *SOMETHING* DANGEROUS IS NEARBY FOR SURE!

PTAKK

WHOOPS-- THAT WAS CLOSE! SOMEBODY'S A PRETTY GOOD SHOT! IF IT WEREN'T FOR MY EVER-LOVIN' REFLEXES, I'D BE IN GREAT PAIN RIGHT NOW!

IT'S HARD TO TELL AT THE SPEED IT WAS TRAVELING, BUT THAT DIDN'T HAVE THE LOOK OF YOUR ORDINARY BULLET!

UNLESS I MISS MY GUESS, I'VE LUCKED ACROSS THE PROWLER! FIRST ORDER OF BUSINESS IS TO GIVE MY MAN A HARDER TARGET!

HUH?! HE SWUNG RIGHT PAST ME! DIDN'T HE SEE ME? I CAN'T BELIEVE... OH, NO!

HE'S DOUBLING BACK! I. GOTTA MAKE TRACKS!

HELLO, LI'L PROWLER! LET ME GUESS... YOU'RE RUNNING FOR YOUR HEALTH, RIGHT?

SMART LAD!

IF I WAS REALLY SMART, I WOULDN'T BE HERE! HE'S EVEN FASTER THAN I REMEMBERED!

WELL, THERE GO ANY SUSPICIONS I MIGHT HAVE HAD ABOUT HOBIE BROWN PULLING A FAST ONE ON ME! THIS GUY MAY BE USING THE PROWLER'S EQUIP-MENT--

--BUT HE MOVES IN A TOTALLY DIFFERENT WAY!

IN FACT HIS MOVES SEEM ALMOST FAMILIAR. IS THIS GUY SOMEONE I KNOW?

THESE CLAW-GLOVES ARE FREAKIN' INCREDIBLE! IF I'D HAD THEM A FEW YEARS AGO, THE COPS WOULD NEVER HAVE CAUGHT ME!

WOW, HE SCAMPERS UP THAT WALL EVEN FASTER THAN HOBIE WOULD HAVE!

STILL, HANGING ONTO A WALL WITH SOMETHING MECHANICAL HAS TO BE TRICKY. I'LL HANG BACK TILL HE GAINS THE ROOF-TOP...I DON'T WANT HIM KILLING HIMSELF!

BUT TO THE NERVOUS PROWLER, SPIDER-MAN IS **STILL** TOO CLOSE!

GOTTA KEEP HIM OFF MY TAIL UNTIL THE RIGHT TIME!

ZOWW

IS THAT NICE, PROWLER? WHAT HAVE I EVER DONE TO YOU?

YOU'D BE REAL SURPRISED, PAL!

I FINALLY MADE IT! ONCE I GET INSIDE, I MIGHT ACTUALLY HAVE A CHANCE!

NOW WHAT? HE'S JUST STANDING THERE LIKE AN IDIOT! DOES HE ***WANT*** ME TO FOLLOW HIM?

HMM, MAYBE SO! WHAT HAPPENS IF I JUST KICK THIS TRAP DOOR OPEN?

NOTHING? NO HAIL OF BULLETS? NO BOOBY TRAPS? THAT MEANS HE'S PROBABLY SETTING ME UP FOR SOME-THING INSIDE!

A FELLA WOULD HAVE TO BE OUT OF HIS MIND TO GO IN THERE!

BUT, THEN, NO ONE EVER ACCUSED ME OF BEING SANE!

YOO-HOO, PROWLER! COME OUT, COME OUT, WHEREVER YOU ARE!

ALL RIGHT, YOU ASKED FOR IT!

WHAT'S THIS?! BOLTS OF CLOTH... FOR ME?!

SAY, THAT'S RIGHT! WE *ARE* IN THE GARMENT DISTRICT, AREN'T WE?

THIS IS MIGHTY THOUGHTFUL OF YOU, PROWLER! MY TAILOR WAS TELLING ME I SHOULD HAVE SOME NEW SUITS MADE UP...

...AND HERE YOU OFFER ME A COUPLE TONS OF MATERIAL! THAT'S NICE...BUT DO YOU HAVE ANYTHING IN POLYESTER?

LORD, CAN'T ANYTHING STOP THAT GUY? IF I DON'T KEEP AHEAD OF HIM IN HERE, I'M SUNK!

STORAGE A

YEEAHH!

WHAT'S YOUR HURRY? THE NIGHT IS STILL YOUNG!

SHUCKS, YOU'RE NO FUN AT ALL! YOUR PREDECESSOR HAD A LOT MORE SPUNK-- NOT TO MENTION A SNAPPY CAPE!

I REALIZE IT'S NOT MIDNIGHT YET, BUT WHAT DO YOU SAY WE UNMASK? YOU FIRST!

OH, NO, YOU DON'T! I'M READY FOR YOUR GAS TRICK!

OR AM I? THIS ISN'T THE PROWLER'S USUAL GAS!

IT'S SEEPING INTO MY MASK... BURNING MY EYES! AND IT SMELLS SWEET, LIKE... *BELLADONNA!*

IF THAT GAS DON'T STOP YA, THIS SHOULD!

A SEWING MACHINE? YOU'RE KIDDING, RIGHT?

WHY DON'T YOU JUST TOSS THE KITCHEN SINK AT ME?

NOW WHERE ARE YOU GOING?

OUT! YOU WANT ME...COME AND GET ME!

GEEZ, WHY DOES EVERYBODY ALWAYS HAVE TO PLAY HARD TO GET?

Uh-oh, MY SPIDER-SENSE IS REALLY GETTING A STRONG RESPONSE NOW... THERE MUST BE DANGER ALL AROUND!

AND THEN... THE DOOR! NO...WAIT!

SLAMM

Eh?

NO, LET ME GO!!

NOT BEFORE YOU ANSWER A FEW QUESTIONS, CHUCKLES!

FOR INSTANCE, DO YOU KNOW A LADY WHO GOES IN FOR 1940s FASHIONS?

IF YOU'RE REFERRING TO ME, SPIDER-MAN-- THE ANSWER IS *YES!*

WELL, ***BELLADONNA!*** I'D WONDERED WHERE YOU'D BEEN HIDING YOURSELF SINCE OUR LAST LITTLE MEETING!*

THIS IS ALMOST STARTING TO MAKE SENSE NOW ...AT LEAST AS FAR AS THE FASHION ANGLE GOES! PROWLER JUNIOR HERE HAS BEEN WORKING FOR YOU, RIGHT?

LET GO OF ME, BLAST YA!

*ISSUE #43.--D.

YOU'RE QUITE CLEVER, SPIDER-MAN. I'M SORRY YOU HAD TO INTERFERE WITH MY PLANS!

YEAH, I'M SUCH A BUSYBODY--JUST CAN'T KEEP MY NOSE OUT OF TROUBLE!

HEY, WATCH THE CLAWS!

LEGGO! I GOTTA GET OUTTA HERE!

I'M SORRY, PROWLER--BUT IF I LET YOU OUT OF MY TRAP, THEN SPIDER-MAN MIGHT GET OUT! BESIDES, YOU'VE ALREADY OUTLIVED YOUR USEFULNESS TO ME!

NO! ***NO!!***

THREE INCHES OF ARMOR PLATING SHOULD KEEP YOU IN YOUR PLACE!

CLUNG

DESPERATELY, THE PROWLER CLAWS AT THE THICK METAL DOOR, BUT...

IT'S... IT'S NO USE. WE'RE TRAPPED!

GO AHEAD AN' HIT ME IF YOU WANT. IT DOESN'T MATTER NOW... WE'RE GONNA DIE!

THAT'S WHAT I LIKE TO HEAR... CONFIDENCE!

HEY! I KNOW YOU! YOU WERE THE CAT BURGLAR!*

*LAST SEEN IN AMAZING SPIDER-MAN #30! I THOUGHT HE LOOKED FAMILIAR! -- D.

YEAH... YEAH, THAT'S ME! I KNEW THIS WOULD BACK-FIRE ON ME -- I KNEW IT! SHE'S GOT US BOTH RIGHT WHERE SHE WANTS US!

HE'S GIBBERING, BUT HE'S RIGHT! AND IT LOOKS LIKE THE ONLY WEAK SPOT IN THE ROOM IS THAT WINDOW! SO...

DON'T WASTE YOUR TIME, SPIDER-MAN! I PREPARED THIS TRAP QUITE WELL! NOT EVEN YOU CAN BREAK THIS ULTRA-THICK GLASS!

LADY, I HAVE TO ASK... *WHY?* WHY GO TO ALL THIS TROUBLE TO STOP ME?

BECAUSE I DON'T *LIKE* YOU!

YOU INTERFERED WITH MY PLANS, AND YOU'RE TOO UNPREDICTABLE... TOO STRANGE!

SO, WHEN I SAW AN OPPORTUNITY TO END YOUR MEDDLING ONCE AND FOR ALL, I TOOK IT!

AND FROM WHAT I'VE LEARNED ABOUT *YOU*, I'M CERTAIN THAT YOUR DEMISE WILL NOT CAUSE TOO MUCH MOURNING!

SHE'S FLOODING THE CHAMBER WITH THAT GAS OF HERS! THE PROWLER IS ON THE ROPES ALREADY! IF I CAN'T FIND A WAY OUT OF HERE SOON...

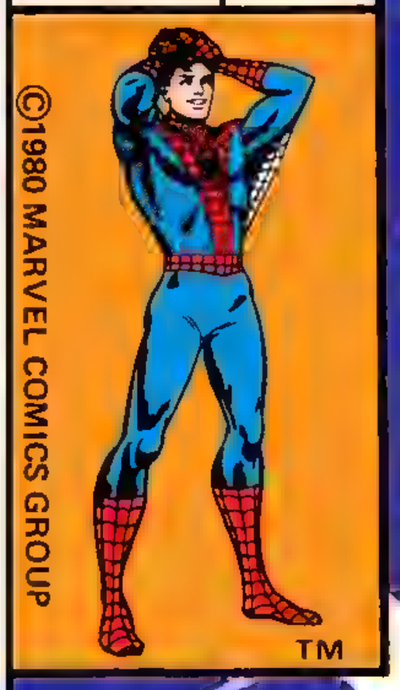
...IT'S GONNA BE... ALL... OVER!

GOOD-BYE, SPIDER-MAN! YOU WERE A CHALLENGING OPPONENT, WHILE YOU LASTED!

NEXT ISSUE: THE SECRETS OF BELLADONNA REVEALED!

DOUBLE DEFEAT!

50¢ CC
48
NOV
02199



©1980 MARVEL COMICS GROUP

TM

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

Four seconds ago Kingsley pulled the trigger . . . now there's no one else alive. Somewhere, Belladonna is laughing.

MILLER
GROM

Stan Lee PRESENTS:

THE SPECTACULAR SPIDER-MAN!®

CAUGHT UP IN A...

DOUBLE DEFEAT!

YESTERDAY, A MAN WAS KILLED!

AN EYEWITNESS SAW THE MURDERER CRAWL AWAY ALONG THE SIDE OF A BUILDING AND ASSUMED THAT SPIDER-MAN HAD KILLED THE MAN. BUT, THE WITNESS WAS WRONG.!

THE TRUE ASSAILANT WAS A GENTLEMAN WITH METAL-COVERED GAUNTLETS... A GENTLEMAN WHO CALLS HIMSELF THE PROWLER! TONIGHT, SPIDER-MAN FOLLOWED THIS NEW PROWLER INTO A DEATH-TRAP!

I HOPE YOU'LL REALIZE THAT THIS IS PURELY PERSONAL, SPIDER-MAN! I JUST DON'T LIKE YOU!

THE LADY BEHIND THE SUPER-HARD WINDOW CALLS HERSELF BELLADONNA. IF SHE HAS HER WAY TONIGHT, BOTH OF THESE MEN WILL DIE!

ROGER STERN, WRITER
MARIE SEVERIN, PENCILER
BRUCE PATTERSON, INKER
RICK PARKER, LETTERER
BEN SEAN, COLORIST
DENNY O'NEIL, EDITOR
J. SHOOTER, FUNERAL ARRANGER

SPIDER-MAN, OF COURSE, HAS OTHER IDEAS...

THE PROWLER'S ALREADY OUT COLD FROM BELLA'S GAS. IT'LL BE ALL OVER FOR BOTH OF US, IF I DON'T GET US OUT OF HERE FAST!

FOR NOW, A COUPLE OF WEB-MASKS SHOULD HELP BUT THEY WON'T FILTER OUT ALL OF THE GAS!

I SEE YOU'VE IMPROVED YOUR WEBBING SINCE WE LAST MET *-- IT DOESN'T DISSOLVE ON CONTACT WITH MY GAS ANYMORE!

STILL, I SUPPOSE IT HAS TO BREAK-DOWN SOONER OR LATER! AND WHEN IT DOES... SO WILL YOU! HA-HAH!

*P.P.S.S #43.--D.

THWIP

SHE'S RIGHT, BLAST HER! THE GAS ALREADY HAS ME LIGHT-HEADED... HAVE TO GET OUT OF HERE!

AND I THINK I KNOW HOW! THE WALLS IN HERE MAY BE TRIPLE-THICK STEEL, BUT THE 'SUPER-HARD WINDOW' GAVE A LITTLE WHEN I SLAMMED INTO IT!

SO IT'S VERY POSSIBLE, THAT IF I GET FAR ENOUGH AWAY--

--AND BUILD UP ENOUGH MOMENTUM--

--SOMETHING WILL GIVE A LOT MORE! I HOPE IT'S THE WINDOW AND NOT ME!

KRESH!

ALL RIGHT... IT WORKED!

WHAT THE HEY--?! BELLA'S NOT HERE! THERE'S JUST SOME SORT OF VIDEO HOOK-UP!

SURPRISED, SPIDER-MAN?

A LITTLE, BELLA! THAT DISTORTION GLASS PRODUCED A PRETTY CONVINCING 3-D EFFECT!

BUT I SHOULD HAVE KNOWN YOU WOULDN'T RISK FACING ME IN PERSON IF YOU COULD HELP IT!

VERY PERCEPTIVE! AS I'VE SAID BEFORE, YOU ARE TOO... TOO STRANGE FOR MY TASTES!

BUT EVEN AS SPIDER-MAN CONFRONTS BELLADONNA'S VIDEO MONITOR... IN THE STEEL-PLATED DEATH-TRAP, THE GAS DISSIPATES AND THE PROWLER COMES TO...

=UNNGH!= THOUGHT... I WAS... A GONER FOR SURE, THAT TIME!

I'M STRANGE? AND I SUPPOSE YOU'RE NORMAL?!

SPIDER-MAN! DON'T KNOW WHO HE'S TALKING TO, BUT I CAN'T PASS UP A CHANCE LIKE THIS!

BUT, AS THE PROWLER TAKES CAREFUL AIM WITH HIS WRIST-BANDS...

WHOA! MY SPIDER-SENSE IS BUZZING LIKE CRAZY... LIKE THERE'S DANGER ALL AROUND!

BUT AS THE WEBBED WONDER DIVES FOR THE FLOOR, IT ISN'T THE PROWLER'S WRIST-DARTS WHICH PRESENT THE GREATEST DANGER...

...IT IS THE SHAPED EXPLOSIVE CHARGE DEEP WITHIN THE VIDEO MONITOR, WHICH SENDS A SHOWER OF GLASS AND SHRAPNEL... STRAIGHT TOWARD THE SHATTERED WINDOW!

KWOMF!

WOW! I GOTTA HAND IT TO BELLADONNA-- SHE EVEN PLANNED A BACK-UP BOOBY-TRAP! I MUST REALLY FREAK HER OUT!

OH, FINE! THE LITTLE BLOW-OUT STARTED A FIRE ON TOP OF EVERYTHING ELSE! AT LEAST, THERE'S A WAY OUT OF THIS ROOM.

I'D BETTER SCOOP UP THE PROWLER AND GET OUT OF HERE BEFORE WE'RE TRAPPED BY THE FIRE!

GOOD GRIEF! HE LOOKS LIKE HE CAUGHT PART OF THE EXPLOSION HIMSELF! HE MUST HAVE BEEN RIGHT IN FRONT OF THE WINDOW WHEN IT BLEW... POOR GUY!

:OOOOO:

AND, AS SPIDER-MAN SHOULDERS THE SEMI-CONSCIOUS PROWLER OUT OF THE DEATH-CHAMBER...

SPRINKLERS! WELL, I WON'T HAVE TO WORRY A BOUT GETTING CHAR-BROILED, NOW--

--BUT, KNOWING MY LUCK, I'LL PROBABLY COME DOWN WITH PNEUMONIA!

AH! POLICE, FIRE, AND EMERGENCY VEHICLES! JUST WHAT I NEED TO CLEAR THIS UP!

AND SOON...

SO YOU SEE, BOYS, THIS NEW PROWLER IS THE GENT YOU WANT TO TALK TO ABOUT THE KILLING-- NOT ME!

GET AN AMBULANCE OVER HERE-- ON THE DOUBLE!

LEMME GET THIS STRAIGHT... YOU'RE ACCUSING THIS MAN OF KILLING CHARLIE McGUIRE?

LISTEN, IT WAS AN ACCIDENT! I DIDN'T MEAN TO KILL THE GUY--IT JUST... HAPPENED!

SUDDENLY...

I DIDN'T HEAR THAT! NOBODY HEARD THAT! WHAT'S THE MATTER WITH YOU TWO? READ HIM HIS RIGHTS... YOU WANT TO BLOW THE WHOLE CASE?!

EMERGENCY

POLICE

WELL! DETECTIVE SERGEANT SNIDER, ISN'T IT?

WHAT BRINGS YOU TO THIS PART OF TOWN... A LITTLE OUT OF YOUR PRECINCT, AREN'T YOU?

YOU SEEM TO KNOW A LOT ABOUT ME--WISH I COULD SAY THE SAME ABOUT YOU! LET ME TELL YOU A FEW THINGS!

I'M HERE BECAUSE OF YOU! YOU *WERE* THE SUSPECT IN A MURDER CASE OF MINE... EVIDENTLY THAT'S CHANGED NOW!

BUT I STILL GOTTA TAKE YOU IN FOR QUESTIONING!

THE PROWLER'S IN POSSESSION OF STOLEN PROPERTY THAT WAS USED IN THE COMMISSION OF THE MURDER! YOU DON'T NEED ME TO HOLD HIM!

SO? THAT STILL DOESN'T MEAN THAT YOU SHOULD GET OUT OF MAKING A STATEMENT!

THERE'S A REASON FOR POLICE PROCEDURE, AFTER ALL!

IF MORE PEOPLE WOULD REALIZE THAT, WE MIGHT GET A FEW MORE CONVICTIONS... GET A FEW MORE FELONS OFF THE STREETS!

COME ON, LET'S GO DOWN TO THE STATION HOUSE!

SORRY, SNIDER, BUT I'M COLD AND TIRED AND SORE. MAYBE SOME OTHER TIME!

HEY!

NO JUMPING 9AM TO 9PM

PD

THE NEXT INSTANT, THIRTY FEET UP AND ACROSS THE STREET...

NOW, WHY DID I DO THAT? SNIDER WAS ACTUALLY BEING CIVIL TO ME-- NOT LIKE THAT LT. KEATING CHARACTER AND HIS SWAT-TEAM JOY-BOYS!*

IF I'D GONE ALONG WITH SNIDER, IT MIGHT HAVE GAINED ME A LOT OF POINTS WITH THE POLICE--

*SEE ISSUE #46.-- DENNY.

--AND I HAVEN'T REALLY BEEN ON N.Y.P.D.'S LIST OF GOOD BOYS SINCE THE D.A. CLEARED ME OF THOSE EARLIER MURDER CHARGES!*

DON'T LET ME INTERRUPT YOU, FELLA! OH, I THINK YOU'LL FIND MORE SMOKE THAN FIRE IN THERE! TA-TAH!

*AMAZING SPIDER-MAN #186.-- D.

THAT'S IT, PARKER! KEEP IT LIGHT AND EVERYONE WILL IGNORE YOUR LITTLE LAPSES IN JUDGMENT, RIGHT?

WRONG! REAL WRONG!

WITHIN SECONDS, SPIDER-MAN ALIGHTS ON THE ROOF OF 410 CHELSEA STREET, AND ENTERS HIS APARTMENT THROUGH THE SKYLIGHT...

BROTHER, WHAT A NIGHT!

I WONDER IF I LOOK AS BAD AS I FEEL.?

NO, I LOOK WORSE! WHAT A MESS! IS THIS WHY I SPLIT ON SNIDER?

WAS THE THOUGHT OF STANDING SOAKING WET IN A PRECINCT HOUSE FOR TWO HOURS THAT DISTASTEFUL, OR IS THERE A DEEPER REASON?

BRINNG!

THE SELF-ANALYSIS WILL HAVE TO WAIT UNTIL AFTER I ANSWER THE PHONE.

KLIK-KLIK

OH, FINE! I JUST PUT NEW BULBS IN THIS LAMP YESTERDAY! THE CRUMMY OLD SWITCH MUST HAVE FINALLY SHORTED OUT!

BRING!

HELLO--PARKER HERE!

WELL, IT'S ABOUT TIME YOU GOT HOME!

JONAH? IS THAT YOU?

OF COURSE IT'S ME! THEY CAN'T KEEP J. JONAH JAMESON OUT OF CIRCULATION FOR LONG! ROBBIE TELLS ME YOU'RE STILL WORKING FOR THAT RAG, THE *GLOBE*!

WELL, JONAH, YOU DID FIRE ME... AND THE GLOBE DOES *PAY* BETTER!

SO THAT'S IT! YOU'RE SO WILLING TO SELL OUT YOUR FRIENDS HERE AT THE *BUGLE* FOR A FEW EXTRA BUCKS, EH? WHY, WHEN I WAS YOUR AGE--!

TWENTY MINUTES LATER...

BOY, I THOUGHT HE'D NEVER HANG UP! WHY DO I GET THE FEELING THAT JONAH WANTS ME BACK?!

OH, WELL, I GUESS I'D BETTER FIX THAT LAMP...

KNOCK KNOCK

...BUT FIRST I'LL ANSWER THE DOOR!

YES?

DEB? DEB WHITMAN? WHAT'RE YOU--?

OH! PETER, YOU GAVE ME SUCH A START!

OH... AH... I WAS IN THE NEIGHBORHOOD, AND I THOUGHT I'D JUST... DROP BY!

WELL, THEN... ENTER OPENLY AND OF YOUR OWN FREE WILL! THE SEANCE STARTS AS SOON AS I FIX MY LAMP!

SHORTLY... THE SWITCH ON THIS HAS NEVER BEEN QUITE RIGHT I JUST NEVER GOT AROUND TO FIXING IT!

MM-HM!

SOMETHING ON YOUR MIND, DEB? YOU'RE UNUSUALLY QUIET!

NO...IT'S JUST THAT... I'VE NEVER TALKED TO A MAN IN HIS BATHROBE BEFORE!

OH... I SEE.

OOGA OOGA!

KLIK

HEY HOW ABOUT THAT! SOMETHING I DID CAME OUT RIGHT!

BUT THEN...

I HAD TO OPEN MY BIG MOUTH!

PETER! YOUR... YOUR BEAR!

HUH? OH, NO!

QUICK! LET'S THROW IT IN THE BATHTUB!

YEAH, I... NO! NO, NOT THE BATHTUB! I... UH... I HAVE SOME PHOTO-CHEMICALS IN THE BATHROOM--

-- AND THEY MIGHT EXPLODE! I KNOW! WE'LL USE THESE CURTAINS TO SMOTHER THE FIRE!

AND THEN I WON'T HAVE TO EXPLAIN WHY A SPIDER-MAN SUIT IS HANGING IN MY BATHROOM.

THERE! THE FIRE'S OUT!

--AND THERE'S NOTHING TO... WORRY... ABOUT?

EXCEPT HOW TO UNSTICK A MESS OF FIBERGLASS CURTAINS.

AND THE DAY STARTED OUT SO WELL!

HA-HA-HA! OH, PETER-- FORGIVE ME, BUT THE LOOK ON YOUR FACE! HAH-HA!

I *DO* LOOK PRETTY FUNNY, DON'T I--?

SOON...

COME ON! I'LL DUMP OLD SMOKEY HERE IN THE TRASH, AND WE'LL GO GET SOME COFFEE!

SURE YOU CAN GET ALONG WITHOUT YOUR STUFFED FRIEND?

HEY, NO PROBLEM!

"--I ALWAYS FELT IT WAS SILLY FOR A GROWN MAN TO HAVE A BIG STUFFED BEAR. IF IT HADN'T BEEN A GIFT, I'D HAVE DUMPED IT LONG AGO!

"AT LEAST I FINALLY HAVE AN EXCUSE TO GET RID OF IT."

GOLLY!

WHAT A NEAT BEAR! IT'S AMAZING WHAT SOME PEOPLE WILL THROW OUT! A LITTLE WORK, AND HE'LL BE AS GOOD AS NEW!

MEANWHILE, IN THE PRISON WARD OF NEW YORK'S BELLEVUE HOSPITAL...

HOW IS HE, DOC?

HE COULD BE WORSE, SAM! HE HAS SOME NASTY BURNS AND CONTUSIONS, BUT HE'S RESPONDING WELL TO TREATMENT.

GEEZ, WHAT IS THIS STUFF?

I FIGURE HE'LL REGAIN CONSCIOUSNESS SOON.

IN THAT CASE I'D BETTER STAY WITH HIM!

YEAH,.. YOU DO THAT!

AND IN A FEW MINUTES...

IT DIDN'T TAKE HIM LONG TO GET INTERESTED IN THE SPORTS SECTION! NOW'S MY CHANCE!

I JUST HAVE TO PLAY IT SLOW AND SILENT--

-- AND HE'S MINE!

PLEASANT DREAMS, SAM!

HEY-- WHAT?!

AUSTIN IMPLICATED IN CHAYKIN CASE

AND THEN...

THE GAS WORKS LIKE A CHARM! AND IN THIS PLACE, IT'LL TAKE 'EM HOURS TO NOTICE! I'LL BE LONG GONE BY THEN!

WARNING CONTENTS UNDER EXTREME PRESSURE

ENEMA INK

IT WAS SURE MY LUCKY DAY WHEN I LIFTED THIS GEAR FROM THE ORIGINAL PROWLER!*

I'M TAKIN' THIS STUFF IN FOR EVIDENCE! SAM IS STAYIN' WITH THE PRISONER!

HUH? OH... ALL RIGHT. SAY, YOU'D BETTER GET THAT FACE TAKEN CARE OF!

RIGHT.

W.C.

*SEE LAST ISSUE.--D.

SHORTLY, IN THE HOSPITAL PARKING LOT...

OH, YOU STARTLED ME, OFFICER! IS THERE SOMETHING I CAN DO FOR YOU?

YEAH... I THINK SO!

SOON...

EMPLO PARKING ONLY ENTRANCE AROUND CORNER

I HOPE THAT NURSE WAS LEAVIN' AND NOT ARRIVIN'. THEY'D NOTICE HER MISSIN' BEFORE THEY WOULD ME! WELL, THAT CAN'T BE HELPED, I NEED THIS CAR OF HERS!

EXIT

I'M NOT UP TO CRAWLIN' UP THE SIDES OF BUILDINGS JUST YET--CLAWS OR NO CLAWS!

I GOTTA LAY LOW FOR A FEW HOURS... GET MY STRENGTH BACK AND FIGURE OUT HOW TO SETTLE WITH BELLADONNA!

MORNING SOON ARRIVES. PETER PARKER, UNAWARE OF THE PROWLER'S ESCAPE, IS IN CONSIDERABLY BETTER SPIRITS AS HE RECEIVES A CALL...

AUNT MAY! HOW'S MY FAVORITE LADY! SURE, I'M FINE... IN FACT, I WAS THINKING OF DROPPING BY AGAIN TODAY FOR A VISIT!

I THOUGHT YOU MIGHT-- THAT'S WHY I CALLED! I WON'T BE HERE, PETER. I'M GOING MOTORING WITH A FRIEND!

REALLY? WELL, HAVE A GOOD TIME AND MAYBE I'LL SEE YOU TOMORROW.

IT'S GOOD TO HEAR HER IN SUCH GOOD SPIRITS! I FELT SO GUILTY WHEN SHE HAD TO GO INTO THAT NURSING HOME BUT IT ACTUALLY SEEMS TO HAVE DONE HER SOME GOOD!

WELL, AS MAY'S NOT GOING TO BE HOME, AND I DON'T HAVE ANY CLASSES TODAY-- THERE'S ANOTHER LITTLE ERRAND I OUGHT TO PERFORM!

LATER...

EXCUSE ME, IS THIS LOFT-RENTS, INC.?

THAT'S WHAT IT SAYS ON THE DOOR, DON'T IT? WHAT CAN I DO FOR YA?

I'M FROM THE "DAILY GLOBE." I'M DOING A STORY ON THAT FIRE IN THE GARMENT DISTRICT LAST NIGHT.

I UNDER-STAND IT WAS IN ONE OF YOUR LOFTS. COULD YOU TELL ME WHO RENTED IT?

HEY, I CAN'T GIVE OUT THAT KINDA INFO, A CLIENT'S GOTTA RIGHT TO HIS PRIVACY, Y'KNOW.!

I GUESS YOU'RE RIGHT. UH-- YOU WOULDN'T MIND IF I TOOK A FEW PICTURES, WOULD YOU?

MY EDITOR LIKES FILE SHOTS FOR SUNDAY SUPPLEMENTS 'N' SUCH!

PITCHERS? YA WANT PITCHERS OF MY PLACE... RIGHT HERE? SURE THING.! UH... CAN YA WAIT A MINUTE?

CERTAINLY... NO NEED TO HURRY! TAKE YOUR TIME!

WHILE YOU'RE GONE, I'LL JUST TAKE A PEEK AT YOUR FILE OF RENTERS.!

AH-- HERE'S THE ADDRESS! THE LOFT WITH BELLADON-NA'S DEATH-TRAP WAS RENTED BY... DESIREE VAUGHN-POPE!

SUDDENLY, A LOT OF THINGS ARE FALLING INTO PLACE! MRS. VAUGHN-POPE FINGERED SPIDER-MAN IN THAT KILLING! AND, LIKE BELLADONNA, SHE DIDN'T SEEM TO BE TOO FOND OF THE NAME "RODERICK KINGSLEY!" *

HELLO, SANDY JONES? PARKER HERE! WHAT CAN YOU TELL ME ABOUT DESIREE VAUGHN-POPE?

THINK I'LL CHECK THIS OUT WITH MY "FASHION EXPERT" AT THE GLOBE!

* SEE LAST ISSUE.-- D.

AND, NO SOONER HAS PETER FINISHED HIS CALL THAN...

OKAY, PAL-- I'M ALL READY FOR THEM PITCHERS!

UH... YEAH.!

TWO ROLLS OF FILM LATER...

"I SEND ME A DOZEN PRINTS," HE SAYS! I'LL SEND HIM HIS PRINTS, ALL RIGHT... AND WAIT TILL HE SEES THE BILL! HAH!

ANYWAY, I'VE GOT A REAL LEAD IN MRS. VAUGHN-POPE! ACCORDING TO SANDY, SHE HAD SOME SORT OF FASHION BUSINESS THAT ROD KINGSLEY BOUGHT OUT!

FROM WHAT I'VE SEEN OF OL' RODDY, I'LL BET THE TRANSACTION WASN'T PLEASANT! IT'S A CINCH THAT DESIREE VAUGHN-POPE *IS* BELLADONA!

"NOW THAT I THINK ABOUT IT, IT SEEMS SCREAMINGLY CLEAR! BELLADONNA BEARS QUITE A RESEMBLANCE -- EVEN IN HER DISGUISE -- TO DESIREE!"

SOON, AT DESIREE'S PLUSH SOHO APARTMENT...

THERE SHE IS NOW! I WONDER HOW SHE'D REACT TO A LITTLE OLD SPIDER-MAN SURPRISE?!

ALIGHTING ON THE BALCONY, SPIDER-MAN FLIPS A SWITCH ON THE BELT BENEATH HIS SHIRT, SPOTLIGHTING THE WOMAN IN HIS SPIDER-SIGNAL!

BELLADONNA!

OH!!

NOWHERE TO RUN, THIS TIME, LADY! I KNOW WHO YOU ARE!

SPIDER-MAN! N-N-NO!

HEY, YOU'RE NOT DESIREE VAUGHN-POPE!

NO... NO, I'M HER SISTER! I- I'M NARDA... NARDA RAVANNA!

WELL, I'VE DONE IT AGAIN!

MY APOLOGY, MS. RAVANNA! I WAS LOOKING FOR YOUR SISTER!

W-WHAT DO YOU WANT WITH DESIREE? I... OH, THE MURDER!

IT'S NOT WHAT YOU THINK--AND I DIDN'T KILL CHARLIE McGUIRE! SOMEONE ELSE DID!

I THINK YOUR SISTER MAY BE PLOTTING AGAINST A MAN NAMED RODERICK KINGSLEY!

THAT'S ABSURD! DESIREE WOULDN'T HARM A FLY!

BESIDES, IF SHE WERE TO GO AFTER KINGSLEY, SHE'D DO IT WITH THE FASHION WORLD'S BLESSING! BEFORE THAT SLIME STUCK HIS CLAWS INTO US--

"--DESIREE AND I OWNED ONE OF THE LARGEST FASHION HOUSES IN EUROPE!

"MY SISTER HANDLED THE BUSINESS AND DESIGNS, AND I SUPERVISED THE LABS WHICH PRODUCED A WHOLE LINE OF VAUGHN-POPE COSMETICS!

"YOU SEE, DESIREE HAD INHERITED THE BUSINESS FROM HER SECOND HUSBAND--AND THE TWO OF US BUILT IT INTO A FASHION EMPIRE!

"IT WAS THE HAPPIEST TIME OF OUR LIVES!

"AND THEN ROD KINGSLEY ENTERED THE PICTURE. HE TRIED TO BUY US OUT, BUT DESIREE WOULDN'T SELL... SO HE CONSPIRED TO RUIN US!

WOMEN'S WEAR DAILY

VAUGHN-POPE CLINCHES CONTRACT

INDUSTRY LOOKS TO SISTERS

"HE GOT A FORMER MODEL OF OURS TO CLAIM THAT OUR COSMETICS CAUSED SEVERE SKIN DISORDERS. HE CALLED THE PRESS IN AND THEN HE 'CHAMPIONED HER CAUSE!' IT WAS A LIE, OF COURSE--

"--BUT BEFORE ANY LEGAL ACTION COULD BE TAKEN IN OUR BEHALF, THE BAD PUBLICITY HAD RUINED OUR BUSINESS. OUR ACCOUNTS DRIED UP... CREDITORS CALLED DUE THEIR LOANS... AND WE WERE FORCED TO SELL.

WE CAME BACK TO THE STATES TO START OVER, BUT IT HASN'T BEEN THE SAME. I ALMOST WISH MY SISTER ***WOULD*** PLOT AGAINST ROD KINGSLEY!

UNLESS I MISS MY GUESS, SHE HAS! I THINK YOUR SISTER'S BEEN DRESSING UP AS BELLADONNA AND SABOTAGING KINGSLEY'S OPERATION WITH SOME PRETTY DEADLY STUFF!

THAT'S INSANE! SHE WOULDN'T! AH... EVEN NOW, SHE'S ON HER WAY TO MEET WITH KINGSLEY ABOUT A NEW DESIGN ACCOUNT. I ADVISED HER AGAINST IT, BUT--

WHAT?! WHY DIDN'T YOU TELL ME? I MESSED UP BELLADONNA'S PLANS LAST NIGHT--

--SHE MIGHT BE TRYING SOMETHING DESPERATE!

WAIT! WHERE ARE YOU GOING? YOU'RE NOT GOING TO KINGSLEY'S?!

SORRY, LADY! I HAVE TO STOP YOUR SISTER BEFORE SHE COMMITS ANY MORE MAYHEM!

BUT, ONCE SPIDER-MAN IS GONE...

THIS IS THE GREATEST STROKE OF LUCK IMAGINABLE... AND TO THINK HOW CLOSE I CAME TO GIVING IT ALL AWAY!

THE FOOL DOESN'T REALIZE HOW NEAR HE WAS TO THE TRUTH! AND NOW, HE'LL BE THE PERFECT FOIL FOR MY REVENGE!

HELLO, KINGSLEY! THIS IS--

--BELLADONNA! YOUR DOOM IS AT HAND!

WHAT?! WHAT DO YOU MEAN?

SPIDER-MAN HAS JOINED MY CRUSADE OF VENGEANCE. HE'S COMING FOR YOU... NOW!

=CLICK=

THAT WOMAN WANTS ME DEAD...I KNOW IT! IF ONLY I DARED GO TO THE POLICE... BUT I DON'T! AN INVESTIGATION WOULD BRING TOO MANY OF MY BUSINESS DEALINGS TO LIGHT!

AND CLUTCHING A PISTOL IN ONE SWEATY PALM, RODERICK KINGSLEY SITS BACK TO AWAIT... THE INEVITABLE!

MEANWHILE, NARDA IS BUSY MAKING ANOTHER CALL...

HELLO, JACK! THIS IS BELLADONNA!..GET THE BOYS TOGETHER AND MEET ME IN AN HOUR AT THE MIDTOWN HIDEAWAY.

WHAT'S UP, BOSS-LADY? ANOTHER BUGGING RAID ON KINGSLEY'S JOINT--?

NO, HE STILL HASN'T FOUND ALL OF THE BUGS FROM YOUR LAST FORAY...

...I GUESS YOU'D SAY THIS IS THE BIG PAYOFF!

RI-I-G-H-T! WE'LL BE READY!

AT THAT MOMENT, SPIDER-MAN IS NEARING THE STUDIO OF ROD KINGSLEY...

THERE'S STILL SOMETHING THAT SMELLS ABOUT THIS WHOLE AFFAIR! IF ONLY I COULD PUT MY FINGER ON IT!

THAME
THE FINEST
Costumes
FOR AL
OCCAS

I CAN'T UNDERSTAND WHY SOMEONE AS CLEVER AS BELLADONNA WOULD RENT THAT LOFT UNDER HER OWN NAME...

WELL, I GUESS I'LL SOON FIND OUT! THERE'S RODDY-BOY--AND IT LOOKS LIKE HE'S WAITING FOR SOMEONE!

I WONDER... SHOULD I BARGE IN NOW, OR LATER? HMMMMM...

BACK AT THE SOHO APARTMENT, A BEDROOM DOOR OPENS AND...

NARDA, I DIDN'T HEAR YOU ENTER!

YOU WERE SLEEPING SO SOUNDLY, I COULDN'T BEAR TO DISTURB YOU, DESIREE!

YES, I GUESS I HAVE TURNED INTO A DAY-SLEEPER! WELL, I MUST BE OFF... I'M MEETING STEVE FOR COCKTAILS! CIAO!

SHE USED TO BE SO CONSCIENTIOUS! BUT SINCE THE BUSINESS FAILED, SHE'S BECOME LITTLE MORE THAN A LIBERTINE! IT KILLS ME TO SEE HER LIKE THIS!

KINGSLEY WILL PAY FOR THAT...

...AND HE'LL PAY FOR IT TODAY!

HELLO, POLICE--? I HAVE SOME INFORMATION THAT SHOULD INTEREST YOU!

SOON, IN THE STUDIO...

WHERE IS HE? WHAT'S KEEPIN' HIM? WAS BELLADONNA JUST GOADING ME?

ON THE STREET BELOW...

THIS IS THE PLACE! KINGSLEY'S STUDIO MUST BE ON THE TOP FLOOR-- LET'S GO!

AND ON THE ROOF ABOVE...

I THINK I'VE SEEN ENOUGH! NO MORE WAITING-- IT'S TIME TO GET SOME ANSWERS!

KRESH!

NO! NOOO!!!

KEEP AWAY FROM ME, DO YOU HEAR! I DON'T KNOW WHAT BELLADONNA TOLD YOU, BUT IT MUST HAVE BEEN A LIE... A LIE...

PTOW PTOW PTOW PTOW

KINGSLEY LOWERS THE SMOKING GUN, LITTLE SUSPECTING THAT A HIDDEN LISTENING DEVICE HAS HEARD ALL!

THIS IS THE POLICE! OPEN UP IN THERE!

OH, GHOD! WHAT HAVE I DONE?

HE... HE ATTACKED ME! IT WAS SELF-DEFENSE!

JUST... GIVE ME THE GUN, WILL YA'?

NORM, BETTER RADIO FOR A MEAT-WAGON!

...'CAUSE FROM THE LOOKS OF THINGS... THIS DUDE'S JUST KILLED SPIDER-MAN!

GLORIOUS DAY! THIS IS MORE THAN I EVER COULD HAVE HOPED FOR!

SHUTTING OFF HER LISTENING DEVICE, NARDA RUSHES OUT INTO THE STREETS OF SOHO TO HAIL A CAB, UNAWARE OF THE SHADOWY FIGURE WHICH WATCHES HER FROM A HIGH VANTAGE POINT!

THERE SHE GOES! SHE WON'T LOSE ME NOW!

TAXI

THIS IS PERFECT! ONCE I CLOSE UP SHOP AT MY HIDEAWAY, MADAM BELLADONNA WILL DISAPPEAR INTO THE NIGHT, WITH NOTHING TO LINK ME TO HER ESCAPADES!

SOON, AT THE HIDEAWAY...

AT LAST, MY REVENGE IS NEARLY COMPLETE! KINGSLEY IS RUINED, SPIDER-MAN IS DEAD... AND I HAVE JUST ONE THING LEFT TO DO!

THAT'S RIGHT, LADY... ONE *LAST* THING!

OH, NO! NOT *YOU!*

THOUGHT YA'D GOTTEN RID OF ME, HUH? THOUGHT YA COULD USE ME THEN LEAVE ME TO ROT IN PRISON--?

WELL, LADY--THERE'S A MURDER RAP HANGIN' OVER ME NOW! AND I FIGURE ONE MORE WON'T LEAVE ME ANY WORSE OFF!

PROWLER--RED, LISTEN! I DIDN'T WANT THIS TO HAPPEN TO YOU...IT'S ALL *SPIDER-MAN'S* FAULT! I CAN HELP YOU--GET YOU A DOCTOR--*MONEY!*

I CAN FIND MY OWN DOCTOR, BUT MONEY SOUNDS JUST FINE! YOU OWE ME PLENTY, LADY! YA' KNOW, NOW THAT I'VE FINALLY SEEN YOUR FACE... WELL, IT'D BE A SHAME IF SOMETHING HAPPENED TO IT!

GOT TO STALL UNTIL THE BOYS SHOW UP...

"...THEY SHOULD BE HERE BY NOW! WHAT'S KEEPING THEM?"

BLASTED SLOW ELEVATORS! WHY'D SHE HAVE TO GET A PLACE ON THE TOP FLOOR?

COME ON, BELLA... DON'T MAKE ME GET ROUGH!

IT'S ALMOST...

...THERE!

HERE, PROWLER-- 75 THOUSAND! IT'S ALL THE CASH I HAVE ON HAND... BUT I CAN GET MORE!

I CAN GET A LOT MORE!

KEEPING ONE ARM IN THE SAFE, NARDA REACHES FOR A HIDDEN GAS-GUN!

BUT...

NO, YA DON'T!

STOP! WHAT ARE YOU DOING! PUT ME DOWN!

I'M NOT GIVING YOU THE CHANCE TO MUCK ME OVER AGAIN, BELLA! DO YOU KNOW HOW CHARLIE McGUIRE DIED WHEN HE TANGLED WITH ME?

NO! NO, PLEASE!

YEAH... HE TOOK THE BIG DIVE! JUST LIKE THE ONE YOU'RE GONNA TAKE!

SUDDENLY...

SHAME, SHAME, PROWLER! THAT'S NO WAY TO TREAT A LADY!

AT THAT MOMENT, OUTSIDE THE APARTMENT HIDEAWAY...

MANNY... MOE... YOU GUYS HEAR THAT?

14F

YEAH! SOUNDS LIKE A FIGHT! UNLOCK THE DOOR... HURRY!

AREN'T YOU GLAD TO SEE ME, NARDA? I REALLY HAD TO RUSH TO GET BACK TO SOHO AND FOLLOW YOU HERE!

BUT YOU'RE DEAD... I HEARD THE SHOTS... THE POLICE!

YEAH? I *THOUGHT* YOU MIGHT HAVE BEEN BUGGIN' OL' RODDY IN MORE WAYS THAN ONE!

YOU SEE, I HAD THIS FEELING... AND IT FINALLY SUNK IN THAT SOMEONE WHO'D SUPERVISED A COSMETICS LAB WAS A MUCH BETTER CANDIDATE FOR BELLADONNA!

THEN I NOTICED RODDYBOY'S GUN. SO I DECIDED TO RUN A LITTLE SCAM. THERE'S A COSTUMER'S NEXT DOOR TO RODDY'S PLACE.

AND THEY HAD THIS MANNEQUIN WITH THE NICEST SPIDER-MAN SUIT YOU EVER SAW IN THEIR STOREROOM. WELL, IT *USED* TO BE IN THE STOREROOM.

HOLY--!

WELL, WHAT HAVE HERE... THE PEP BOYS?

BDAM! BDAM!

NOT NICE, FELLAS! IF YOU SHOOT ME, I'LL JUST HAVE TO SHOOT YOU, TOO!

WHA--? HE GUMMED UP MY WHOLE HAND... GUN AND ALL!

ONE SIDE, MANNY-- GIVE US A CHANCE!

4F

YOU BOYS WANT A CHANCE? ALL RIGHT, BUT DON'T SAY YOU DIDN'T ASK FOR IT!

TSK-TSK! YOU GUYS ARE LESS OF A CHALLENGE THAN THE PROWLER WAS... AND HE'S BEEN SICK!

KRHK

OH, AND I'M NOT FORGETTING YOU, MANNY--*NIGHTY-NIGHT!*

WUD!

Y-YOU'VE BEATEN ME! I HAVE FAILED, AND KINGSLEY IS STILL FREE!

WELL, I DON'T KNOW ABOUT *THAT!* THE POLICE WILL HOLD HIM FOR A WHILE...

AND PEOPLE **ARE** STARTING TO TALK, AFTER ALL! I'D BE REAL SURPRISED IF THERE WASN'T SOME KIND OF INVESTIGATION.

BUT I'D GIVE SOME THOUGHT TO MY OWN FUTURE, IF I WERE YOU, LADY! A MAN IS DEAD BECAUSE OF YOUR SCHEMES. SOMEHOW, I CAN'T SEE THAT *REVENGE* WAS WORTH CHARLIE McGUIRE'S *LIFE!*

FIRST PRECINCT? GIVE ME SGT. SNIDER!

AND WITHIN MINUTES...

WELL, I'LL BE--!

GET ME OUT OF HERE!

LOOKS LIKE THIS IS ONE YA' OWE TO SPIDER-MAN, SARGE!

AND, ON A NEARBY BUILDING...

I HOPE THAT HELPS SQUARE THINGS WITH SNIDER A LITTLE! HEY! I GUESS I WON ONE FOR A CHANGE!

OF COURSE, WITH MY LUCK, I COULD BE WRONG!

AND, AS TWIGHLIGHT GIVES WAY TO THE DARKNESS, THE WEARY WEB-SLINGER HEAVES A SIGH OF RESIGNATION... CERTAIN THAT TOMORROW WILL BRING A NEW SET OF ADVENTURES... AND PROBLEMS!

NEXT: *NEVER THE* **END**

50¢ CC

49 DEC 02199

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

©1980 MARVEL COMICS GROUP

TM

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

THE SURPRISES START WHEN SPIDEY MEETS THE SMUGGLER!

pollard/mcleod

PLUS:...THE LONG-AWAITED RETURN OF THE WHITE TIGER!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

ENTER: THE SMUGGLER!

THE OFFICES OF EMPIRE STATE UNIVERSITY'S BIO-PHYSICS DEPARTMENT ARE USUALLY DARK ON WEEKENDS. THIS SATURDAY, HOWEVER, A LONE LIGHT BURNS IN THE TEACHING ASSISTANT'S OFFICE--

--AS GRAD STUDENT PETER PARKER GOES ABOUT HIS WORK... OR AT LEAST, TRIES TO.

IT'S NO USE! I'VE BEEN TRYING TO GRADE THIS TEST PAPER FOR THE PAST HALF-HOUR, BUT MY HEAD'S JUST TOO MESSED UP FOR SERIOUS CONCENTRATION!

LF262

ROGER STERN
writer

JIM MOONEY BRUCE PATTERSON
artists

RICK PARKER KEN FEDUNIEWICZ
letters colors

DENNY O'NEIL
editor

JIM SHOOTER
editor-in-chief

I'M NOT SURE WHICH HAS ME BOTHERED MORE--THE *DAILY GLOBE* CEASING PUBLICATION... OR THAT WEIRD MADAME WEB DISCOVERING THAT I'M *SPIDER-MAN!**

SHE SAID THAT SHE'D KEEP MY SECRET... BUT WILL SHE?

*THIS BIZARRE SERIES OF EVENTS TOOK PLACE IN *AMAZING SPIDER-MAN* #210--DON'T TELL ME YOU MISSED IT!--DENNY.

PETE? I *THOUGHT* I SAW A LIGHT ON IN HERE, WHAT ARE YOU DOING?

I MIGHT ASK YOU THE SAME THING, PHIL.

I LEFT A PHONE NUMBER ON MY DESK. AND YOU?

WELL, I THOUGHT I COULD GET SOME WORK DONE-- BUT IT LOOKS LIKE I WAS WRONG. I KEEP READING THE SAME LINE OF THIS TEST PAPER OVER AND OVER AGAIN.

YEAH? HEY... IS SOMETHING BOTHERING YOU?

NOTHING MUCH THAT A NEW EMPLOYER WOULDN'T CURE. I *WAS* SNAPPING PICTURES FOR THE DAILY GLOBE, BUT NOW--!

OH, I SEE.

AW, DON'T WORRY, PETE --

GRANDMA CHAN USED TO TELL US KIDS THAT NEEDLESS WORRY IS THE GREATEST STUMBLING BLOCK TO TRUE ENLIGHTENMENT.!

AND IT'LL MESS UP YOUR WHOLE DAY, TOO!

YOUR PROBLEM IS THAT YOU'RE TOO TENSE! YOU JUST NEED TO UNWIND... AND WHEN IT COMES TO UNWINDING-- WELL, I'M THE MASTER INSTRUCTOR!

SOUNDS GOOD TO ME, MR. CHANG-- LEAD ON!

WHAT IS FIRST ON OUR AGENDA, O LEARNED MASTER?

FIRST, WE HIT A FEW PLACES I KNOW WHICH ARE GUARANTEED TO BE FULL, OF WILD, WILD WOMEN.!

I... UH... DON'T KNOW IF THAT'S SUCH A GOOD IDEA, PHIL. MY SUCCESS IN THE WORLD OF ROMANCE IS NOT EXACTLY LEGENDARY.!

WILL YOU CUT THAT OUT? YOU'RE ALWAYS PUTTING YOURSELF DOWN.! AND YOU'RE FAR FROM UNATTRACTIVE TO WOMEN, YOU KNOW.!

I'VE SEEN THE WAY DEB WHITMAN LOOKS AT YOU WHEN -- *HEY.!*

HUH? WHAT'S WRONG, PHIL?

THAT GUY... THAT'S TOMMY LI.! HE'S A MEMBER OF THE WHITE DRAGON GANGS.!

UH-OH! I'VE BEEN SPOTTED!

THE WHITE DRAGON AND HIS GANGS HAD ALL OF CHINATOWN TERRORIZED... AND THEY CAME PRETTY CLOSE TO KILLING ME-- BEFORE SPIDER-MAN STEPPED IN.

HE SHUT DOWN THE WHOLE WHITE DRAGON OPERATION.* I THOUGHT ALL OF THE GANG-LORDS HAD BEEN ROUNDED UP! SOMEHOW, LI MUST HAVE ESCAPED THE DRAGNETS!

C'MON, PETE! I ONCE TOOK A VOW NEVER TO RAISE MY FIST IN ANGER--

--BUT I CAN STILL GRAB THAT GUY AND HOLD HIM UNTIL THE POLICE CAN BE CALLED!

*SEE AMAZING SPIDER-MAN #184-185.-D.

AS THE FORMER DRAGON-LORD TAKES OFF DOWN A DESERTED GREENWICH VILLAGE SIDE-STREET, PHIL AND PETE FOLLOW IN HOT PURSUIT--

--PETE HOLDING BACK ON HIS TRUE SPEED, LETTING HIS FRIEND LEAD THE WAY.

BUT, AS THEY REACH THE END OF THE BLOCK...

BLAST! HE HAD A VAN DOWN HERE, READY AND WAITING! HE'LL GET AWAY, NOW!

NOT IF I CAN HELP IT, PHIL..., AND I MOST DEFINITELY CAN!

IT'S NO USE--WE'LL NEVER CATCH HIM, NOW!

BAR

AT LEAST WE CAN REPORT HIM TO THE POLICE AS STILL BEING AT LARGE, I DIDN'T CATCH HIS LICENSE NUMBER--DID YOU, PETE?

PETE? HEY, WHERE'D HE GO?

BUT PHIL CHANG DIDN'T NOTICE HIS FRIEND CRAWLING THE SIDE OF THE BUILDING--

--AND IF HE COULD SEE THE COLORFUL COSTUME PETER NOW WEARS, HE WOULD BE QUITE ASTOUNDED!

THERE... THE OLD STREET CLOTHES ARE ALL WEBBED UP. THEY SHOULD BE SAFE ENOUGH OVER ON THAT ROOF TOP, UNTIL I'M READY TO PICK 'EM UP!

NOW TO CATCH UP WITH MR. LI AND HIS SPEEDY VAN--

--IN MY OWN LITTLE TRIED-AND-TRUE MANNER!

HEY--HOW ABOUT THAT? I FEEL BETTER ALREADY! LOOKS LIKE PHIL WAS RIGHT!

I JUST NEEDED TO UNWIND A LITTLE!

OF COURSE HIS IDEA OF UNWINDING ISN'T QUITE THE SAME AS MINE-- BUT IT'S THE THOUGHT THAT COUNTS!

YEAH, NOTHING LIKE A LITTLE WEB-SLINGING TO CLEAR THE OLD NOGGIN'!

BUT, AS THE AMAZING WEB-SPINNER BUILDS THE MOMENTUM OF HIS SWING, HE IS AS YET UNAWARE THAT ANOTHER PAIR OF EYES ARE ALSO ON THE DEPARTING VAN...

... AIRBORNE EYES!

HEY, LITTLE WAGON! THIS IS SPY-IN-THE-SKY--

--WHAT'S YOUR HURRY? YOU AREN'T DUE AT THE PLANNING CENTER FOR ANOTHER COUPLE OF HOURS! YOU WANT TO UPSET THE BOSS'S TIMETABLE?

OVER.

WAGON HERE, SPY! HEY, NO SWEAT, BRENT... JUST HAD A LITTLE RUN-IN WITH AN OLD "FRIEND" FROM THE DRAGON DAYS, AND I THOUGHT IT'D BE SAFER TO CRUISE FOR A WHILE!

OVER!

WELL, WATCH YOURSELF! THE BOSS DOESN'T WANT ANY SLIP-UPS! THERE'S A BIG JOB IN THE WORKS!

I SAID "NO SWEAT," DIDN'T I? EVERYTHING'S UNDER CONTROL!

UNDER CONTROL?! THINK AGAIN, LI... AND THINK FAST! SPIDER-MAN'S ON YOUR TAIL--RIGHT BEHIND YOU!

WHAT?

AW, GEEZ! BRENT WASN'T KIDDING! HE'S ALMOST ON TOP OF ME! I GOTTA GET OUT OF HERE!

So...

HMMM! TOMMY SEEMS TO HAVE GOTTEN IN A BIGGER HURRY ALL OF A SUDDEN. THAT'S TOO BAD--

5113

--BECAUSE WE'RE ENTERING AN AREA WHERE THE BUILDINGS ARE FARTHER APART... HARDER TO SWING FROM!

THERE'S ALWAYS A CHANCE I MIGHT LOSE HIM IN THE TRAFFIC. I'D BETTER FLIP A SPIDER-TRACER ON HIM!

PLUCKING ONE OF THE LITTLE ELECTRONIC TRACER-BUGS FROM BENEATH HIS SHIRT, SPIDER-MAN TAKES CAREFUL AIM ON THE DEPARTING VAN.

BUT, AS HE LET'S FLY...

OH, NO! OF ALL TIMES FOR A LOUSY PIGEON TO FLY BY! THAT WAS THE LAST TRACER I HAD ON ME!

NOW I REALLY HAVE TO HUSTLE!

AS LONG AS I'M AT THE END OF MY WEB, I MIGHT AS WELL TAKE PUBLIC TRANSPORTATION.

READ EPIC--OR DON'T!

5 EAST HOUSTON ST

BUT, NO-- BUSES ARE TOO SLOW! I'D BE BETTER OFF JUST HITCHING A FEW SHORT RIDES!

BACK AND FORTH DARTS THE NIMBLE SPIDER-MAN, LITHELY BOUNCING FROM TRUCK TO CAR TO VAN IN A MATTER OF SECONDS!

BLESS YOU, SPIDER-REFLEXES! THAT LANDING WAS AS SMOOTH AS SILK--I HARDLY MADE A NOISE ON TOUCH-DOWN!

IN FACT, I DOUBT THAT TOMMY-BOY EVEN KNOWS I'M HERE!

5 E.HOUSTON5

TAXI

WHO

I'D BETTER ANNOUNCE MYSELF!

HI THERE! TOMMY LI, ISN'T IT? HOW ABOUT DROPPING US BOTH OFF AT THE LOCAL PRECINCT HOUSE, JUST FOR OLD TIMES' SAKE?

COME ON, WHAT DO YOU SAY?

SCREEEE

NOW, NOW! RECKLESS DRIVING WILL ONLY MAKE THE NICE POLICEMAN EVEN MORE ANGRY WITH YOU! AND THERE'S NO WAY YOU'RE GOING TO SHAKE ME OFF YOUR BACK!

TOMMY, CAN YOU HEAR ME? I SAID--!

HE'S NOT GOING TO LISTEN. I'LL JUST HAVE TO PEEL HIM OUT OF THERE!

FUNNY! MY SPIDER-SENSE IS SUDDENLY CRYING DANGER LIKE THERE'S NO TO-MORROW! I WONDER WHAT--?

BUDA-BUDA-BUDA-

YEOW! SINCE WHEN DO FUGITIVES FROM THE LAW HAVE THEIR OWN AIR SUPPORT?

A FELLOW COULD GET HURT THIS WAY!

LEAPING OUT OF THE LINE OF FIRE, THE YOUTHFUL ADVENTURER CATCHES HOLD AND CLINGS TO THE SIDE OF THE ENTRANCE TO THE HOLLAND TUNNEL--

--AS THE SPEEDING VAN DISAPPEARS INTO ITS DEPTHS!

BOY, THAT WAS A STUPID MOVE! IF I STAYED ON THE VAN ANOTHER SECOND, I WOULD'VE BEEN SAFE FROM THE GUNFIRE... AND I'D STILL HAVE TOMMY LI.'

I CAN'T DO ANYTHING RIGHT ANY MORE!

FUNNY, THAT QUICK-DRAW 'COPTER ISN'T STICKING AROUND TO TRY AND PICK ME OFF! MAYBE HE'S MORE INTERESTED IN TOMMY THAN IN ME!

ACTUALLY, THE 'COPTER PILOT IS INTERESTED IN BOTH--

TOMMY GOT AWAY CLEAN, BOSS-- BUT I COULDN'T HIT THAT BLASTED SPIDER-MAN!

AND, AT THE OTHER END OF THE RADIO LINK...

I TELL YA, IT WAS WEIRD, THE WAY HE STUCK TO THAT WALL. AND I NEVER SAW ANYTHING MOVE SO FAST!

HEY, YOU DON'T THINK HE'S ON TO US... DO YOU?

LET US HOPE NOT, BRENT. WHEN TOMMY COMES OUT OF THE TUNNEL ON THE JERSEY SIDE, RADIO HIM TO LAY LOW FOR A FEW DAYS... I DON'T WANT TO RISK CONTACTING HIM MYSELF.

WHEN THAT'S DONE, GET BACK HERE ON THE DOUBLE! OUT!

BLAST! I HAVE THE PERFECT OPERATION SET UP HERE. IF SPIDER-MAN STARTS NOSING AROUND, IT WILL RUIN EVERYTHING!

THOSE SUPER-POWERED FREAKS ARE ALWAYS RUINING MY PLANS!

WELL, AT LEAST I HAVE SOME POWER OF MY OWN! IF SPIDER-MAN MESSES AROUND WITH ME...

...HE'S GOING TO GET STEPPED ON!

MEANWHILE, BACK IN GREENWICH VILLAGE...

I JUST CAN'T WIN THIS WEEK! OH, WELL... AT LEAST NO ONE FOUND MY WEB-BALL!

UNFORTUNATELY, THAT LITTLE EPISODE JUST ABOUT SHOT THE AFTERNOON, IT'S TOO LATE TO TRACK DOWN PHIL CHANG NOW -- I MIGHT AS WELL HEAD HOME.

HEY, ISN'T THAT -- NO, FOR A MINUTE, THOUGH, THAT LADY REMINDED ME OF AUNT MAY.

HMMM! MAYBE I SHOULD GO VISIT MAY TOMORROW AT THE NURSING HOME. I'LL BET SHE'D GET A BIG KICK OUT OF THAT

RE

ASNY

NO PAR

SOON, AT HIS CHELSEA APARTMENT...

I'LL JUST GIVE AUNT MAY A CALL AND SEE IF SHE HAS ANY PLANS --

SHE'S BEEN SO CAUGHT UP IN ACTIVITIES AT THE HOME LATELY, I'VE ALMOST HAD TO TAKE A NUMBER TO SEE HER!

HELLO? MAY PARKER HERE.

HELLO YOURSELF, BEAUTIFUL! HOW'VE YOU BEEN?

OH, PETER -- I'M SO GLAD YOU CALLED. I HAVE THE MOST WONDERFUL NEWS!

LET ME GUESS... THEY MADE YOU CAPTAIN OF THE HOCKEY TEAM!

NO, SILLY! I'M GETTING ENGAGED!

HUH?

PETER? HELLO? ARE YOU STILL THERE?

OH... SURE, AUNT MAY! SO YOU'RE GETTING... ENGAGED?

YES, TO THE NICEST GENTLEMAN... HIS NAME IS NATHAN LUBENSKY! WE'RE GOING TO CELEBRATE TOMORROW... WHY DON'T YOU GET A DATE AND JOIN US?

OH... YEAH... SURE THING.

SHE'S GETTING ENGAGED ?!?

AFTERNOON DEEPENS INTO EVENING, AND IN NEW YORK'S CHINATOWN DISTRICT, A FURTIVE FIGURE CAUTIOUSLY ENTERS A LITTLE-USED WAREHOUSE...

IF THE BOSS WANTS ME TO STAY LOW...

...THEN THIS IS THE IDEAL PLACE TO DO IT-- WHERE THE DRAGON GANGS USED TO MEET! THE PLACE IS PRACTICALLY ABANDONED--NO ONE'LL BOTHER ME HERE!

BUT...

I THOUGHT YOU'D *NEVER* SHOW UP!

OH, NO! NOT SPIDER-MAN!

WHY *NOT* SPIDER-MAN?

HOW'D HE GET HERE? I THOUGHT I'D LOST HIM FOR GOOD!

WHY SO SURPRISED, TOMMY? DON'T TELL ME YOU FORGOT I'D BEEN HERE BEFORE!*

* IN AMAZING SPIDER-MAN #184--D.

I...
I...

YOU DID?! AND HERE I THOUGHT YOU *WANTED* TO SEE ME AGAIN!

I REALLY OWE THIS LITTLE VICTORY TO AUNT MAY. IF HER NEWSFLASH HADN'T CHASED ME OUT TO THE ROOFTOPS TO GET MY HEAD TOGETHER, I MIGHT *NOT* HAVE REMEMBERED THIS PLACE!

LOOKS LIKE I FINALLY HAD A HUNCH THAT PAID OFF!

I'M NOT GOING TO DO ANYTHING, TOMMY... BUT YOU ARE! YOU SEE, I REALLY DISLIKE BEING SHOT AT...

WHAT'RE YOU GOING TO DO TO ME--?

HANDLE WITH CARE!

...AND SO, I'D LIKE TO GIVE THAT 'COPTER PILOT A PIECE OF MY MIND. THE PROBLEM IS THAT I DON'T KNOW WHERE TO FIND HIM.

BUT I'M BETTING THAT YOU DO, RIGHT?!

SOMETIME LATER, DEEP BENEAH THE CITY STREETS OF BROOKLYN, TWO FAITHFUL TRANSIT WORKERS ARE BUSILY GOING ABOUT THEIR DUTIES...

SATURDAY NIGHT WORK DETAIL-- PHOOEY! I TELL YA' ARTIE-- THERE JUST AIN'T NO JUSTICE!

AW, KNOCK IT OFF, WILL YA' SAM? IT WAS INEVITABLE THAT WE'D PULL A WEEKEND DETAIL SOONER OR LATER. BESIDES, IT'S NOT SO BAD.

THE TRAFFIC IS LIGHTER... EVERYTHING IS A LOT MORE PEACEFUL AND CALM.

N.Y.T.S.

SUDDENLY--

WHAT ARE YOU DOING? HAVE YOU LOST YOUR MIND?

HEY, LOOK-- YOU'RE THE ONE WHO SAID YOUR BUDDIES WERE OUT IN BROOKLYN! THIS HAPPENS TO BE ONE OF THE FASTEST WAYS THERE--!

SO DON'T COMPLAIN! JUST BE GLAD THEY DON'T HANG OUT IN MANHATTAN... OTHERWISE, YOU MIGHT HAVE FOUND YOURSELF DANGLING ALONG WHILE I CRAWLED OVER THE SIDES OF SKY-SCRAPERS.

WHOOSH

ARTIE? DID YOU SEE THAT?

S-SEE WHAT? YOU MEAN, SPIDER-MAN AND SOME GUY ON THE BACK OF THE EXPRESS TRAIN? NAW, I DIDN'T SEE THAT... DID YOU?

N-NO... ME NEITHER!

AND, WHILE SAM AND ARTIE REINFORCE EACH OTHER'S DISBELIEF--

-- AT THE EASTERN END OF BROOKLYN, IN THE VERY SHADOW OF THE JFK AIRPORT COMPLEX, A SMALL GROUP OF MEN HAVE GATHERED IN A CERTAIN AIR FREIGHT STORAGE DEPOT...

ARE WE ALL CLEAR ON THE PLAN, THEN? ARE THERE ANY QUESTIONS...

...ANY AT ALL?

JUST ONE, BOSS... ARE YA'SURE WE HAVE TO GO AHEAD AND PULL THIS JOB WITHOUT TOMMY? I MEAN, IT'S NOT LIKE WE NEED THE EXTRA MANPOWER--

--BUT TOMMY'LL BE PRETTY SORE ABOUT BEIN' LEFT OUT... MAYBE SORE ENOUGH TO GO TO THE COPS!

TOMMY LI WILL BE NO THREAT, BOYS. I'LL HANDLE HIM MYSELF, IF NEED BE.

SPIDER-MAN WOULD BE A MUCH BIGGER PROBLEM... THOUGH EVEN HE WON'T STAND IN MY WAY IF PUSH COMES TO SHOVE.

NOW, I SUGGEST YOU GO OVER THOSE PLANS ONE MORE TIME WHILE I ATTEND TO LAST MINUTE DETAILS.

BUT ONCE THE COSTUMED MAN IS OUT OF SIGHT...

GEEZ, THE BOSS SURE HAS GOTTEN INTENSE OVER THAT SPIDER-MAN RUN-IN!

CAN YA'BLAME HIM? FROM THE STORIES I'VE HEARD, SPIDER-MAN IS AS STRONG AS ANY TEN GUYS...MAYBE EVEN STRONGER THAN THE BOSS!

AS THE MEN MUTTER AMONG THEMSELVES, A DOOR AT THE FAR END OF THE BUILDING SLOWLY SWINGS OPEN, AND...

HEY, GUYS-- DID I MISS ANYTHING?

WHO,,, TOMMY? WHAT THE DEVIL ARE YOU DOIN' HERE, MAN? THE BOSS SAID FOR YOU TO STAY OUT OF IT!

YEAH, TOM-BOY-- YOU'D BETTER HIGH-TAIL IT OUTTA HERE BEFORE THE BOSS FINDS OUT!

FRAGILE

BUT "HIGH-TAILING IT" IS SOMETHING PRESENTLY BEYOND TOMMY LI'S POWER...

MUUNGHH!

DON'T BLAME TOMMY FOR SHOWING UP, FELLAS! HE REALLY COULDN'T HELP HIMSELF... BUT THAT'S ALL RIGHT, 'CAUSE I WAS THERE TO HELP HIM ALL I COULD--

--AND EVEN MORE!

CRIPES! IT'S SPIDER-MAN!

MY NAME IS BECOMING SO POPULAR LATELY! EVERYWHERE I GO, PEOPLE SAY, "IT'S SPIDER-MAN!" MAYBE I OUGHT TO START CHARGING ROYALTIES--

SAY, DON'T YOU KNOW IT'S IMPOLITE TO POINT

MY GUN!

HE'S GUMMED UP THE TRIGGER WITH HIS BLASTED... WUNGH!

NOT "WUNGH"-- **WEBBING!** C'MON CHUCKLES, YOU'LL NEVER GET ON THE **$20,000 PYRAMID,** IF YOU CAN'T GUESS A SIMPLE WORD LIKE "WEBBING."

WE GOT 'IM, BILL! PLUG 'IM-- HURRY!

PLUG ME?! NOW, IS THAT NICE?

YOU REALLY DON'T HAVE TO ANSWER THAT ONE, BOYS...

IT WAS JUST A RHETORICAL QUESTION!

BUT, AS SPIDER-MAN TEARS THROUGH THE MOTLEY CREW OF HOODLUMS, HE IS BEING OBSERVED FROM THE END OF A LONG, DARK HALL.

IT'S AS I FEARED... SPIDER-MAN HAS USED TOMMY TO FIND US! THOSE IDIOTS DON'T STAND A CHANCE AGAINST HIM!

I, HOWEVER, JUST MIGHT BE ABLE TO SALVAGE THIS OPERATION, IF I MOVE FAST!

SLIPPING OUT ANOTHER DOOR IN THE CONNECTED OFFICE, THE COSTUMED MAN RUSHES FOR A NEARBY LADDER--

-- WHILE, BACK INSIDE...

BY THE WAY--I OVERHEARD THAT CRACK YOU MADE ABOUT ME BEING AS STRONG AS TEN MEN--

--WRONGO, FELLAS, I'M *STRONGER!*

WAR!

BUT THEN, I DON'T REALLY EXPECT A BUNCH OF MENTAL MIDGETS TO UNDERSTAND HOW GREAT THE *PROPORTIONATE STRENGTH OF A SPIDER* CAN BE!

NOT THAT I'M BRAGGING, MIND YOU--!

HELLO? WHAT HAVE WE HERE?

WELL, WOBBLE MY WEBS AND CALL ME SHAKEY! IF I READ THESE PAPERS RIGHT, THESE CHUMPS MUST BE PART OF A MULTI-MILLION DOLLAR SMUGGLING RING...

NONE OF THEM SEEMED BRIGHT ENOUGH TO ENGINEER A SET-UP LIKE THIS. THAT "BOSS" THAT THEY MENTIONED MUST BE QUITE A PLANNER.

I WONDER WHERE I CAN FIND HIM?

UH-OH! THERE GOES THAT OLD FAMILIAR SPIDER-SENSE TINGLE AGAIN! UNLESS I MISS MY GUESS, I'M ABOUT TO MEET THE MYSTER-IOUS BOSS!

AND FROM THE WAY THE WARNING BUZZ IS FEELING, HE'LL BE COMING AT ME FROM--

"--ABOVE!"

CRASH!

THWAM!

SURPRISE, SPIDER-MAN! GREETINGS FROM... THE SMUGGLER!

HAH! AND TO THINK I WAS WORRIED ABOUT THIS GUY! HE FOLDED UP LIKE A CHEAP CARD TABLE! I SHOULD HAVE GUESSED THAT HE WAS OVERRATED...LIKE MOST OF NEW YORK'S SO CALLED HEROES!

YOU CAN KEEP THINKING THAT, SMUGGLER -- UNTIL YOU GET WITHIN RANGE OF MY INSTEP.

THIS END UP

HEY!

IS *THAT* ALL YOU CAN MANAGE -- AN ORDINARY "HEY"? BOY, YOU GUYS AREN'T EVEN WORTH PLAYING POSSUM FOR!

WHY YOU--! WHAT KIND OF FOOL DO YOU THINK I AM?

I DUNNO... WHAT KIND OF FOOL *ARE* YOU?

SHUT UP!

FRAG

SHIP 12

WHOA! I LEANED RIGHT INTO THAT ONE! THAT'S WHAT I GET FOR BEING *OVERCONFIDENT!*

THAT GUY IS STRONG... AND FAST!

BUT NOT AS MUCH AS YOURS TRULY!

HIYAH-- TORO!

YOU ARE FAST ON THE RECOVERY, AREN'T YOU SMUGGLER?

I CAN'T SAY MUCH FOR YOUR TASTE IN CLOTHING, BUT YOU'RE ABOUT THE MOST RESILIENT GUY I'VE FACED SINCE I TUSSELED WITH LUKE CAGE!*

INDUSTRIA

*IN AMAZING SPIDER-MAN #122.-- DENNY O'NEIL.

CAGE?! DON'T MENTION LUKE CAGE TO ME! NEVER SAY THAT NAME...

...NEVER!

I REALLY HIT A NERVE THAT TIME! YOU DON'T HAVE TO BE SIGMUND FREUD TO REALIZE THAT SMUGGLY ONCE HAD BAD DEALINGS WITH MR. CAGE!*

THE SMUGGLER IS SO MAD, HE'S GOTTEN RECKLESS--

*THE LEAD STAR OF POWER-MAN & IRON FIST, SOON ON SALE MONTHLY.-- D.

--WHICH JUST MAY MAKE THINGS EASIER FOR ME!

CALLING ON ALL OF HIS SPECTACULAR ACROBATIC PROWESS, SPIDER-MAN RIDES WITH THE SMUGGLER'S PUNCHES--

--TURNING THE VILLAIN'S BLUDGEONING ATTACK INTO A ROLLING, TUMBLING, FREE-FOR-ALL THAT PROCEEDS DOWN THE NARROW, TUNNEL-LIKE HALLWAY AND INTO THE CONNECTED OFFICE!

LOOKS LIKE THIS IS THE END OF THE LINE, SMUGGLER! WE'VE JUST ABOUT RUN OUT OF BUILDING--

--AND I'VE RUN OUT OF PATIENCE! TIME FOR YOUR FLYING LESSON!

YOU'VE BEEN SUCH A GOOD BOY, WE'RE GOING TO LET YOU SOLO TODAY!

WOW! HE LANDED HARD, BUT HE'S ONLY A LITTLE DAZED!

I'D BETTER WEB HIM UP WHILE I HAVE THE CHANCE!

OH, NO! WHY DID I HAVE TO RUN OUT OF WEB-FLUID NOW?! ONE WEB-SHOOTER'S EMPTY, AND I CAN ONLY GET A 4-FOOT WEB-LINE FROM THE OTHER!

WELL, I'LL JUST HAVE TO MAKE DO WITH THE STRAND... I'M TIRED OF WALTZING AROUND WITH THIS GUY!

BACK ON YOUR FEET SO SOON, SMUGGLER? HERE... LET ME HELP YOU!

EH? WHAT... ARE YOU... DOING?

WHO, ME? OH, NOTHING MUCH-- JUST THOUGHT I'D GIVE YOU A LIFT! UPSY-DAISY!

GREAT MOVE, SPIDEY, BUT WHAT NEXT?

I CAN'T KEEP THE SMUGGLER AT ARM'S LENGTH FOREVER... BUT IF I PUT HIM DOWN, THE FIGHT WILL START ALL OVER AGAIN!

WHAT'S MORE, EVENTUALLY THIS STRAND OF WEBBING WILL BREAK DOWN, AND HE'LL BE FREE!

NUTS! I'VE GOT THE SMUGGLER ALL RIGHT, BUT WHAT DO I DO WITH HIM?

WE'LL FIND OUT THE ANSWER TO THAT QUESTION... AND WE'LL WITNESS AUNT MAY'S ENGAGEMENT PARTY (AMONG OTHER WEIRD THINGS)... IN JUST 30 DAYS! BE HERE FOR OUR FABULOUS --

50TH ISSUE

NATHANIEL ALEXANDER BYRD USED TO BE A COP... A GOOD ONE. NOW, HE'S STRICTLY PRIVATE.

THEY CALL HIM **BLACKBYRD.**

TONIGHT, BYRD IS CHASING DOWN AN INFORMER... QUITE LITERALLY.

BUT THIS STOOL PIGEON HAS CLAWS!

I WARNED YOU, BYRD... BACK OFF!

THE .22 SLUG NEATLY CREASES BLACKBYRD'S RIGHT FOREARM...

BAM!

BUT...

TAKES MORE THAN A FLESH WOUND TO RUFFLE MY FEATHERS, BRO!

NOW YOU JUST BE A GOOD LI'L BOY AND SIT YOURSELF DOWN. I GOT A STORY TO TELL YA.

IT'S ABOUT A FRIEND OF MINE--A FELLA YOU MIGHT'A HEARD OF. THEY CALL HIM--

...THE WHITE TIGER

STAN LEE PRESENTS A BOLD NEW MARVEL MINI-SERIES

ROGER STERN WRITER
DENYS COWAN PENCILER
JIM MOONEY INKER
J. ROSEN, LETTERER
HANNIGAN, COLORIST
D. O'NEIL, EDITOR
J. SHOOTER, EDITOR-IN-CHIEF

THIS ISN'T A REAL HAPPY STORY, BUT THEN YOU PROBABLY DON'T HEAR OF A LOT OF HAPPY STORIES, DO YOU?

I...

DON'T TALK, SON-- JUST LISTEN.

"THE WHOLE MESS STARTED WITH THREE MARTIAL ARTS HOTSHOTS WHO CALLED THEMSELVES THE *SONS OF THE TIGER.* SEEMS THEY HAD A FALLIN' OUT ONE DAY.

"THEY NEARLY TORE A WHOLE GYM APART BEFORE THEY CALLED IT QUITS.

"ANYWAY, ONCE THEY BROKE UP, THEY DUMPED THESE JADE AMULETS THAT THEY WORE.

"SOMETHIN' ABOUT THOSE AMULETS BOOSTED THEIR NATURAL ABILITIES... DON'T ASK ME HOW, THAT KINDA STUFF'S BEYOND ME!

"SO, THESE AMULETS JUST LAID THERE IN AN ALLEY UNTIL THEY WERE FOUND BY A YOUNG HISPANIC, NAME OF *HECTOR AYALA.*

"EVIDENTLY, NO ONE HAD EVER THOUGHT OF WEARIN' ALL THREE OF THE AMULETS, AND WHEN HECTOR DID--

"-- HE WAS TRANSFORMED INTO THE *WHITE TIGER!*

"WHATEVER'S IN THOSE AMULETS MUST BE SOMETHIN', 'CAUSE THEY TURNED OL' HECTOR INTO A REGULAR POWERHOUSE!

NOMAD

"AND, MORE THAN THAT, THEY TURNED HIM INTO A REGULAR KUNG FU SUPER-STAR-- WHICH MUST'A COME IN HANDY WHEN HE WENT UP AGAINST STREET GANGS LIKE THE NOMADS!

"NOW YOU'D THINK THAT HECTOR'D BE REAL HAPPY, BEIN' TURNED INTO A FANCY SUPER-DUDE, WOULDN'T YA? WELL, YOU'RE WRONG. YA SEE, AT FIRST, HE COULDN'T REALLY CONTROL THE CHANGES BACK AND FORTH.

"THEN HE DISCOVERED THAT IF HE TOOK THE AMULETS OFF, HE GOT SICK... REAL SICK!"

MADRE DIOS! WHAT'S WRONG WITH ME?

"AND THEN THERE WERE THE NEWSPAPERS. THE LATE UN-LAMENTED *GLOBE* STARTED USIN' NEWS ABOUT THE TIGER AS A CIRCULATION BOOST... BUT THEY DIDN'T ALWAYS HAVE THE NICEST THINGS TO SAY ABOUT HIM!

DAILY GLOBE
TIGER-- HERO OR MENACE?

"AND AS IF THAT WASN'T A BIG ENOUGH HASSLE--BECOMIN' THE WHITE TIGER REALLY COMPLICATED HECTOR'S HOMELIFE! HIS SISTER AWILDA GAVE HIM AN ESPECIALLY HARD TIME..."

WHERE WERE YOU LAST NIGHT, HECTOR? YOU KEEP RUNNIN' AROUND LIKE THIS, YOU'RE GONNA KILL MOMMA!

PLEASE, AWILDA... JUST LEAVE ME ALONE, OKAY?

"YEAH, SEEMS LIKE EVERYONE WAS DUMPIN' ON THE TIGER.

"WHEN THE JACK-OF-HEARTS CAME LOOKIN' FOR THE TRASH THAT KILLED HIS OLD MAN, WHO DO YOU THINK HE HIT ON FIRST? THAT'S RIGHT, THE TIGER!

"'COURSE, HECTOR GOT IN SOME GOOD SHOTS HIMSELF, AND EVENTUALLY, HE AN' JACK BECAME FRIENDS.

"BUT THERE WEREN'T ENOUGH FRIENDS IN THE WORLD TO SAVE HECTOR'S BROTHER, FILIPPO. FILIPPO AND A BUNCH'A BAD COMPANY BOUGHT IT IN A TANKER EXPLOSION."

THE TIGER TOOK FILIPPO'S DEATH PRETTY HARD.

AFTER AWHILE, THOUGH, THINGS STARTED LOOKIN' A LITTLE BETTER FOR HECTOR. HE ENROLLED IN NIGHT SCHOOL AT *ESU*... HIS SOCIAL LIFE WAS LOOKIN' UP...

...AN' THEN, ANOTHER MISUNDERSTANDIN' PUT HIM AN' SPIDER-MAN AT EACH OTHERS' THROATS.

"BUT IT SEEMS THAT SPIDER-MAN'S NO STRANGER WHEN IT COMES TO MISUNDER-STANDINGS...THEY SOON BURIED THE HATCHET.

"AND THEN SOMETHING HAPPENED THAT CHANGED HECTOR'S LIFE! A DUDE NAMED LIGHTMASTER PUT THE SNATCH ON 'IM, THINKING THAT HE WAS SPIDER-MAN!

"HE DECIDED TO REVEAL HECTOR'S IDEN-TITY ON LOCAL TV...AN' HE DID!

"BUT HE DIDN'T COUNT ON HECTOR BEIN' THE WHITE TIGER...OR ON THE REAL SPIDER-MAN SHOWIN' UP!

"THE TWO OF 'EM SETTLED LIGHT-MASTER'S CASE, BUT GOOD!

"PROBLEM WAS HECTOR'S LIFE BE-CAME REALLY COMPLICATED, WHAT WITH HIS IDENTITY KNOWN. HE SEEMED TO HANDLE IT PRETTY WELL THOUGH--

"--PROBABLY, DUE TO THE FACT THAT HE'D FOUND HIMSELF AN' UNDERSTANDIN' WOMAN... AN ART STUDENT, HOLLY GILLIS.

"THE TWO OF 'EM GOT A JOB TOURIN' THE LESS WELL-TO-DO AREAS OF THE CITY WITH A MOBILE SCHOOL VAN--TEACHIN' KIDS TO READ AN' STUFF.

"FOR ONCE, HECTOR WAS TRULY HAPPY. IT LOOKED LIKE EVERY-THING WAS GOIN' RIGHT IN HIS LIFE FOR ONCE!

"THEN, LAST NIGHT, HECTOR CAME HOME TO FIND THE APARTMENT ALL SHOT UP... HIS MOM AN' DAD MURDERED!

"HIS SISTER AWILDA WAS ALIVE, BUT JUST BARELY. SHE DIED IN HIS ARMS.

NO...NO... NO!!

"IF THERE'S SUCH A THING AS CURSES, THEN I'D SURELY SAY THAT THE WHITE TIGER IS CURSED."

THAT'S SOME STORY, BLACKBYRD. WHAT'S IT GOT TO DO WITH ME?

GUNTHER, YOU KNOW ABOUT EVERY DIRTY DEAL THAT GOES DOWN IN THE BRONX. THE TIGER KNOWS THAT. I FIGURED, IT WOULD BE BETTER IF I FOUND YOU BEFORE HE DOES!

BLACKBYRD'S WORDS ARE SUDDENLY CUT OFF BY A WILD SHRIEF FROM ABOVE! AND THEN--

--THE TIGER IS THERE!

TALK, LOU GUNTHER! WHO KILLED MY FAMILY? WHO?!

B-B-BUT, I DON'T KNOW!

JUST A MINUTE, TIGER! GIVE THE MAN A CHANCE!

HE'LL GET HIS CHANCE... JUST LIKE MY FAMILY GOT A CHANCE!

I...I...I...

TALK! YOU HEAR ME? TALK!!

KRAK

THAK

YOU'LL TELL ME WHAT I WANT TO KNOW, IF I HAVE TO BEAT IT OUT OF YOU!

HOLD IT, HECTOR! THE MAN WON'T DO YOU NO GOOD DEAD!

BLACKBYRD... YOU WOULD STOP ME?

IF I HAVE TO. YOU DON'T WANT TO BE LIKE *THEM*, DO YOU?

THAT'S BETTER... LOTS BETTER!

YOU...ARE RIGHT. IF I KILLED GUNTHER, I WOULD BE NO BETTER THAN THOSE WHO KILLED MY FAMILY.

BUT, I... *MUST*... FIND THEM!

WE'LL FIND 'EM, SON. I DON'T KNOW HOW...

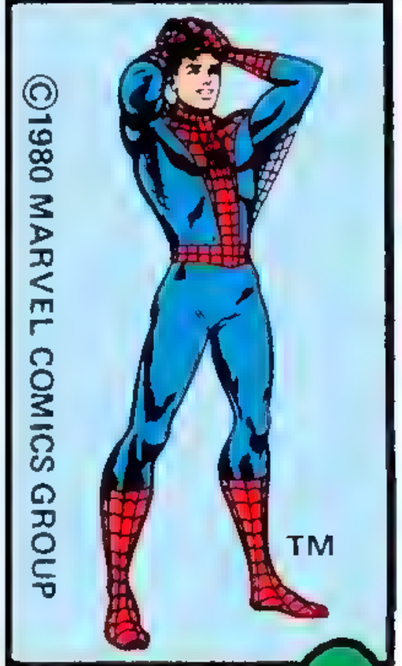
...BUT I SWEAR TO YOU-- WE'LL FIND 'EM!

NEXT ISSUE

THE SEARCH IS ON FOR ...THE KILLER ELITE!

50¢ CC

50 JAN 02199



©1980 MARVEL COMICS GROUP ™

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

ALONE AGAINST THE ALIENS!

50TH FANTASTIC ISSUE!

MILLER & RUBINSTEIN

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

DILEMMA!

IT HAS **NOT** BEEN A PLEASANT SATURDAY FOR SPIDER-MAN!

AT MIDDAY, WHILE CHASING AFTER A SMALL-TIME HOOD NAMED TOMMY LI, HE WAS SHOT AT BY A PASSING HELICOPTOR.

BY AFTERNOON, HIS AUNT MAY HAD PHONED TO SAY SHE WAS GETTING **ENGAGED!**

UPSET BY THAT NEWS, HE AGAIN WENT LOOKING FOR TOMMY... FOUND HIM... AND WAS LED TO THIS AIR FREIGHT DEPOT WHERE HE RAN INTO A MOB OF THUGS!

ONCE HE'D WADED THROUGH THE MOB, HE CAME UP AGAINST THEIR BOSS -- A MASKED STRONGMAN CALLED THE **SMUGGLER.**

AFTER A BIT OF A STRUGGLE, HE FINALLY SUBDUED THE SMUGGLER. BUT NOW...

WHAT AM I GOING TO **DO** WITH YOU, MUSCLES? SURE, I COULD HOLD YOU AT ARM'S LENGTH ALL NIGHT, IF I HAD TO--

-- BUT THAT WOULD GET MIGHTY BORING!

JUST PUT ME DOWN, BLAST YOU! I'LL KEEP YOU FROM GETTING BORED!

ROGER STERN, WRITER
JOHN ROMITA, JR. & JIM MOONEY, } ARTISTS
JIM NOVAK, LETTERER
BEN SEAN, COLORIST
DENNIS O'NEIL, EDITOR
JIM SHOOTER, PROPMAN

THAT'S WHAT I'M AFRAID OF! THIS GUY'S IN ABOUT THE SAME LEAGUE AS LUKE CAGE, **POWER MAN**-- PRETTY STRONG FOR A GUY WHO JUST CALLS HIMSELF THE **SMUGGLER!**

BOY, MY WEB-SHOOTERS **WOULD** PICK A TIME LIKE THIS TO RUN OUT OF FLUID! UNTIL I CAN SLIP IN SOME NEW FLUID CARTRIDGES, I'LL HAVE TO RELY ON THIS ONE WEB-STRAND TO HOLD HIM--

--BECAUSE I CAN'T PUT IN NEW CARTRIDGES WITHOUT SETTING HIM FREE IN THE PROCESS!

SO, I GUESS I'LL JUST HAVE TO CARRY HIM LIKE THIS ALL THE WAY TO THE MAIN MANHATTAN LOCK-UP!

WHAT A PAIN!

BUT, BEFORE I GO, I'D BETTER CHECK ON THOSE STOOGES!

THOSE LOVE TAPS I ADMINISTERED FLATTENED THEM PRETTY EASILY-- BUT AS HARD-HEADED AS THEY ARE, THEY COULD BE COMING TO BY NOW.

INDEED, AS SPIDER-MAN APPROACHES THE MAIN AREA OF THE STORAGE DEPOT...

HERE HE COMES, BOYS! WHEN I GIVE THE WORD, HIT HIM WITH ALL YA GOT...

...NOW!!

KRUNK

OH, **NO!** THIS ISN'T SPIDER-MAN! WE... WE JUST K.O.ED THE BOSS!

THAT'S WHAT I LIKE ABOUT YOU FELLOWS... NOTHING ESCAPES YOU... ESPECIALLY THE OBVIOUS!

MY SPIDER-SENSE WARNED ME ABOUT THESE DIMWITS FROM HALFWAY DOWN THE HALL. IT WAS HARDLY A CHALLENGE TO STICK THE SMUGGLER'S NOGGIN THROUGH THE DOOR FIRST!

SOMETIMES I ALMOST THINK MY SPIDER-SENSE -- WARNING ME OF DANGER LIKE IT DOES -- GIVES ME AN UNFAIR ADVANTAGE OVER DUMMIES LIKE THESE.

BUT THEN I THINK... *NAW!*

HE... HE TOOK OUT SHORTY AND RAS LIKE THEY WERE NOTHIN', TOMMY!

LET ME AT 'IM, MAN! HE GOT ME BEFORE* BECAUSE I WAS UNARMED... BUT I GOT ME A WEAPON NOW!

TOMMY, *TOMMY!*

WEAPONS DO YOU NO GOOD IF YOU CAN'T HIT YOUR TARGET!

SEE?

NOW, TAKE ME FOR INSTANCE! I ALMOST NEVER USE A WEAPON...

...I'D MUCH RATHER RELY ON MY FELLOW MAN -- LIKE, SAY, YOUR BOSS HERE!

WHAM

WHUD

*LAST ISSUE.-- D.

SEE WHAT I MEAN? DIDN'T THE SMUGGLER MAKE FOR THE NICEST WEAPON, BOYS? OH, BOYS?

TSK-TSK! OUT COLD AGAIN, EH? THEY JUST DON'T MAKE UNDERLINGS LIKE THEY USED TO.

WELL, I'M NOT GOING TO COMPLAIN--

--THIS LITTLE BREATHER WILL GIVE ME A CHANCE TO GET A FRESH WEB-FLUID CARTRIDGE FROM MY BELT!

OH, FINE! WOULDN'T YOU KNOW IT? I HAVE EXACTLY ***ONE*** FULL CARTRIDGE.

WELL, LIKE THE MAN SAYS-- NOTHING I CAN DO ABOUT IT NOW! I'LL JUST HAVE TO USE MY WEBBING VERY SPARINGLY--

--UNTIL I CAN GET HOME AND REPLENISH MY SUPPLY!

OUT WITH THE OLD... IN WITH THE NEW!

HEY, GREAT-- IT WORKS LIKE A CHARM! THESE GUYS SHOULD STAY STUCK IN PLACE UNTIL I CAN CONTACT THE POLICE TO ROUND THEM UP.

UNGH? WHAT'S... GOING ON?

ARE YOU AWAKE AGAIN ALREADY? WHAT'S YOUR HEAD MADE OUT OF... GRANITE?

OF COURSE, WITH THE WAY MY LUCK'S BEEN RUNNING TODAY, THE NOZZLE ON MY WEB-SHOOTER WILL PROBABLY CLOG!

IT'S PRETTY OBVIOUS THAT YOU'RE JUST TOO DANGEROUS TO LEAVE LYING AROUND LIKE YOUR LITTLE HELPERS.

HEY... MY LEGS!

AH, YES! AND NOW, LET'S MAKE SURE THAT *THIS* LITTLE STRAND OF WEB IS NICE AND TIGHT!

YOU KNOW, I MIGHT FINALLY GET MY KNOTS-MANSHIP MERIT BADGE FOR THIS ONE! NOW LET'S BE OFF--SHALL WE?

AND AS THE MASKED ADVENTURER TAKES HIS CAPTIVE FROM THE FREIGHT DEPOT...

IT'S JUST AS WELL THAT I HAVE TO SCRIMP ON WEBBING... THERE ARE SO DARNED FEW TALL BUILDINGS AROUND HERE IN THE WILDS OF BROOKLYN ANYWAY! THERE'S NOT MUCH TO SWING FROM!

TOO BAD MY FIGHT WITH THE SMUGGLER KNOCKED OUT HIS PHONES, OR I COULD HAVE JUST CALLED FOR THE COPS!

AT LEAST, I SHOULDN'T HAVE TO HOOF IT *TOO* FAR WITH THIS GUY!

TRUE TO HIS WORDS, JUST A FEW MINUTES LATER...

THANK HEAVENS FOR THE OLD TRANSIT AUTHORITY RAILYARD!

I SHOULD BE ABLE TO HOP A LATE-NIGHT EXPRESS--

--AND HAVE THE SMUGGLER JAILED IN LESS THAN AN HOUR!

WHAT'S GOIN' ON? WHERE ARE YOU TAKING ME?

JUST RELAX, SMUGGLER-- I'M GOING TO INTRODUCE YOU TO A FELLOW NAMED KRIS KEATING!

I'D BETTER WARN YOU THAT HE DOESN'T HAVE THE SWEETEST DISPOSITION IN THE WORLD--IN FACT, I THINK HE HATES MY GUTS!

HOWEVER, HE JUST MIGHT GET ALONG WITH YOU... IF YOU'RE REAL POLITE, CALL HIM LIEUTENANT, AND TELL HIM ALL ABOUT YOUR LITTLE SMUGGLING RING!

NO! YOU'RE NOT HAVING ME LOCKED UP!

WHAT THE HEY?! OH, NO!

SKREESH

I KNEW I SHOULD'VE KEPT A CLOSER WATCH ON HIM! THAT FIRST WEBBING STRAND WAS NONE TOO STABLE TO BEGIN WITH--

--AND AFTER ALL THIS TIME, IT FINALLY WEAKENED ENOUGH FOR THE SMUGGLER TO SNAP IT!

SAM--LOOK!

YEAH, I SEE 'EM, ARTIE!*

*REMEMBER OUR OLD BUDDIES SAM AND ARTIE FROM LAST ISSUE? -- DENNY.

I THOUGHT I WAS JUST IMAGININ' THINGS, BUT IT REALLY IS SPIDER-MAN-- AND SOME OTHER COSTUMED GUY!

STAY BACK! IT COULD BE DANGEROUS AROUND HERE!

YOU CAN SAY THAT AGAIN!

IT'S GONNA BE PLENTY DANGEROUS FOR YOU! MY LEGS MAY STILL BE STUCK, BUT MY ARMS ARE FREE NOW!

HEY, WATCH IT SMUGGLER! YOU'RE LIABLE TO GET MY COSTUME ALL DIRTY!

KRUNK

THAT'S GOING TO BE THE LEAST OF YOUR WORRIES, WHEN I GET THROUGH WITH YOU!

DO TELL!

SMUGGLER, YOUR PROBLEM IS THAT YOU HAVE THIS NASTY STREAK OF HOSTILITY! IF YOU'RE NOT CARE-FUL, YOU COULD DEVELOP AN ULCER!

JUST KEEP UP WITH THE WISE REMARKS, SPIDER-MAN -- WHILE I FLATTEN YOUUUU ∈

YOU KNOW, YOU ALSO TEND TO BE FORGETFUL! YOU CAN'T MAKE A DECENT LEAP WITH YOUR LEGS ALL WEBBED-UP -- NOW CAN YOU?

FLIPPING THE SMUGGLER, END-FOR-END, SPIDER-MAN SENDS THE VILLAIN SAILING OVER HIM AND ON-TO THE LOCAL SUBWAY TRACKS.

AND THEN, IN REACHING OUT TO STEADY HIMSELF, THE SMUGGLER ACCIDENTALLY MAKES CONTACT WITH THE ELECTRIFIED THIRD RAIL --

-- SENDING HUNDREDS OF VOLTS COURSING THROUGH HIS BODY!

GOOD LORD, NO! I NEVER MEANT FOR THAT TO HAPPEN! HE'LL BE ELECTROCUTED IN SECONDS UNLESS I CAN PULL HIM FREE!

FORTUNATELY, MY WEBBING IS A NON-CONDUCTOR! IF ONLY I CAN PULL HIM OFF THAT THIRD RAIL BEFORE IT'S TOO LATE!

INCREDIBLE! HE'S STILL ALIVE! HE'S UNCONSCIOUS, BUT HE'S STILL ALIVE! A SHOCK LIKE THAT WOULD'VE KILLED AN ORDINARY MAN!

I DON'T KNOW WHO YOU ARE, PAL -- BUT YOU'RE CERTAINLY MADE OUT OF PRETTY STRONG STUFF!

SPIDER-MAN -- WE SAW IT ALL! IS THAT GUY -- ?

HE'S ALIVE, BUT HE COULD USE A DOCTOR!

I ALREADY RADIOED FOR THE POLICE! THEY'LL BE HERE IN A COUPLE OF MINUTES!

GOOD! WHEN THEY GET HERE, YOU CAN TELL THEM THAT THEY CAN FIND FIVE OTHER HOODS --

-- WEBBED-UP AND WAITING FOR THEM AT THE MEDERO FREIGHT TERMINAL.

AND IN CASE THEY'RE INTERESTED, THIS FELLA CALLS HIMSELF THE SMUGGLER!

HEY, WHAT ABOUT YOU?

I'M HEADED WHERE ALL LI'L SPIDER-MEN SHOULD BE AT THIS TIME OF NIGHT ... HOME TO BED!

AND SO, SEVERAL MINUTES LATER AT PETER PARKER'S CHELSEA APARTMENT...

BROTHER, WHAT A DAY!

RUNNING ALL OVER TOWN AND WALTZING AROUND WITH THE SMUGGLER--*WHEW!* HE WAS A LOT STRONGER THAN I'D HAVE IMAGINED!

I AM JUST TOTALLY BEAT! I'M GLAD THAT CRAZY NEXT-DOOR NEIGHBOR OF MINE ISN'T IN THE MIDDLE OF ONE OF HIS MIDNIGHT COUNTRY WESTERN-SERENADES!

MAYBE I'LL JUST SLEEP FOR THE REST OF THE WEEKEND! TOMORROW *IS* SUNDAY AND--!

SUNDAY?! OMIGOSH, I NEARLY FORGOT... I'M SUPPOSED TO MEET AUNT MAY AND HER NEW BOY-FRIEND FOR DINNER TOMORROW!

SHE'S GOING TO BE CELEBRATING HER ENGAGEMENT TO THIS GUY, AND SHE WANTED ME TO BRING A DATE! WHO IN THE WORLD COULD I GET TO COME WITH ME AT THIS LATE NOTICE?

SHORTLY, IN THE GREENWICH VILLAGE APARTMENT OF DEBRA WHITMAN...

RING-RING

HMM? WHO WOULD BE CALLING ME AT THIS HOUR?

HELLO?

DEB? =YAWN= THIS IS PETER PARKER! I APOLOGIZE FOR CALLING SO LATE, BUT I HAVE THIS PROBLEM--AND YOU'RE THE ONLY ONE I COULD TURN TO.

SEVERAL MINUTES, AND ONE AWKWARD EXPLANATION LATER...

NO... NO, THAT'S ALL RIGHT, PETER! I UNDERSTAND, AND I'D LOVE TO GO!

YES, I'LL MEET YOU THERE AT NOON. GOOD NIGHT.

GOOD OL' DEB... WHAT A FRIEND! SHE HAS GOT TO BE ONE OF THE NICEST WOMEN I'VE EVER KNOWN! IF ONLY SHE WASN'T SO TIMID!

PHIL CHANG SEEMS TO THINK SHE REALLY GOES FOR ME. MAYBE I SHOULD...PAY... MORE ATTENTION TO... HERRRR=

THERE APPEARS TO BE A RECEIVER OFF THE HOOK... PLEASE HANG UP... THIS IS A RECORDING... =KLIK=

THE NEXT DAY, AT RESTWELL NURSING HOME...

I REALLY DO APPRECIATE YOU COMING ALONG, DEB... FOR MORAL SUPPORT, IF NOTHING ELSE.

THE WHOLE IDEA OF AUNT MAY GETTING ENGAGED AT HER AGE... WELL, I'M HAVING TROUBLE HANDLING IT.

OH, I THINK YOU'RE WORRYING ABOUT NOTHING, PETER. FROM WHAT YOU'VE TOLD ME ABOUT YOUR AUNT, I THINK IT'S WONDERFUL THAT SHE HAS A ROMANTIC INTEREST!

WELL, YEAH... BUT AUNT MAY CAN BE SO TRUSTING AT TIMES, THE MAN THEY CALL *DR. OCTOPUS* ALMOST SWEET-TALKED HER INTO MARRYING HIM ONCE,* TO GET HOLD OF SOME LAND SHE INHERITED.

I JUST DON'T WANT TO SEE HER HURT.

NO ONE WANTS TO BE HURT, PETER. BUT, SOMETIMES... YOU... YOU HAVE TO CHANCE IT FOR LOVE.

*AMAZING SPIDER-MAN #133.--D.

I KNOW THAT, DEB... MAYBE TOO WELL!

SO DO I, PETER ... SO DO I.

PETER! YOO-HOO! HERE WE ARE... ALL READY TO GO!

HELLO... MR. LUBENSKY, IS IT? I BELIEVE WE'VE MET BEFORE!* SIR... AUNT MAY ...THIS IS DEBRA WHITMAN! SHE WORKS WITH ME AT EMPIRE STATE UNIVERSITY!

CALL ME NATHAN, DEBBIE--OR CALL ME NATE! JUST DON'T CALL ME LATE FOR DINNER! HAH-HA!

HELLO.

HELLO, DEBRA!

*THEY MET BRIEFLY IN PPTSS #47.--D.

I HOPE YOU YOUNGSTERS HAVE HEARTY APPETITES--BECAUSE I KNOW A LITTLE BISTRO JUST A FEW BLOCKS AWAY WHICH SERVES A BRISKET OF BEEF THAT'LL FILL YOU UP FOR A WEEK!

IT SOUNDS WONDERFUL, MR. LUBENSKY!

NATE!

NATE... DOESN'T IT, PETER?

HUH? OH, SURE!

PETER, WILL YOU LOOSEN UP A LITTLE? YOU DON'T WANT TO SPOIL THINGS FOR YOUR AUNT, DO YOU?

DEB'S RIGHT. NATHAN SEEMS LIKE A GOOD SOUL. I SHOULD BE HAPPY FOR AUNT MAY, BUT I JUST CAN'T SHAKE THIS FEELING OF FOREBODING.

AW, IT MUST BE MY IMAGINATION!

BUT PETER WOULD BE LESS INCLINED TO DOUBT HIS FEELINGS, IF HE COULD HEAR THE CONVERSATION IN THE DARK SEDAN PARKED JUST A BLOCK AWAY.

THERE THEY GO NOW. WHATEVER YOU DO... DON'T LOSE THEM ...WE MUST DISCOVER WHICH RESTAURANT THEY GO TO.

IT'S URGENT FOR THE SUCCESS OF *OPERATION INTERCEPT!*

PUTTING HIS FEELINGS OF UNEASE ASIDE, PETER AND THE REST OF THE HAPPY FOURSOME ARE SHORTLY SEATED IN A NEARBY NEIGHBORHOOD RESTAURANT...

YOU KNOW, PETER, YOUR AUNT HAS MADE ME A VERY HAPPY MAN, ACCEPTING MY OFFER OF ENGAGEMENT.

NO HAPPIER THAN YOU'VE MADE ME, NATHAN.

PETER, DID I TELL YOU THAT NATHAN USED TO BE IN SHOW BUSINESS?

OH, REALLY?

YEP, USED TO BE A SONG-AND-DANCE MAN, 'COURSE I CAN'T DANCE ANYMORE, BUT I CAN STILL WARBLE A MEAN TUNE!

MAY AND NATHAN DO MAKE A NICE COUPLE. FUNNY, I GUESS I JUST NEVER IMAGINED HER REALLY GETTING INTERESTED IN ANOTHER MAN AFTER UNCLE BEN DIED.

DID I EVER TELL YOU ABOUT THE U.S.O. TOUR WHEN COLONNA AND I PLAYED THAT TRICK ON BOB HOPE?

WHAT'S WRONG WITH ME? IF AUNT MAY CAN FIND HAPPINESS WITH ANOTHER MAN, I SHOULDN'T *LET* IT WORRY ME... IT'S NOT REALLY MY CONCERN.

BUT, DARN IT... IT *BOTHERS* ME.

THE WAY SHE LOOKS AT NATHAN... IT'S THE SAME WAY SHE USED TO LOOK AT UNCLE BEN!

I'LL NEVER FORGET UNCLE BEN... HE WAS THE GREATEST GUY IN THE WORLD. HE AND MAY WERE LIKE MOTHER AND FATHER TO ME, AFTER MY PARENTS DIED.

"I CAN STILL REMEMBER HIM TAKING ME OUT TO FLUSHING MEADOW PARK TO FLY MY KITE. SOMETIMES WE EVEN GOT IT OFF THE GROUND!

"WE WERE SO CLOSE, THE THREE OF US. I WAS SUCH A BOOKWORM IN SCHOOL -- NEVER HAD MANY CLOSE FRIENDS -- THAT THEY WERE THE ONLY PEOPLE WHO EVER REALLY PAID ANY ATTENTION TO ME."

I COOKED YOUR FAVORITE BREAKFAST, PETEY -- WHEAT-CAKES!

DON'T FATTEN HIM UP *TOO* MUCH, DEAR. I CAN HARDLY OUT-WRESTLE HIM *NOW!*

"UNCLE BEN WAS ALWAYS A GREAT KIDDER! I COULDN'T OUT-WRESTLE A LAME GERBIL IN THOSE DAYS!"

"BUT THAT WAS BEFORE THE ACCIDENT WHICH CHANGED MY LIFE!

"I HAD GONE TO THE GENERAL TECHTRONICS SCIENCE HALL--ALONE, AS USUAL--TO SEE AN EXHIBIT ON THE EFFECTS OF RADIO-ACTIVITY... NEVER DREAMING THAT I'D BE AFFECTED MYSELF!"

OW! A-A SPIDER! IT BIT ME! BUT WHY IS IT *BURNING* SO?

"SOMEHOW THE SPIDER HAD RECEIVED AN ACCIDENTAL OVERDOSE OF RADIATION, AND--BY SOME MIRACLE OF SCIENCE--THE BITE IT GAVE ME, IN ITS DYING MOMENT, TURNED ME INTO A KIND OF *HUMAN SPIDER!*

"I HAD ACQUIRED THE PROPORTIONATE STRENGTH, SPEED, AND AGILITY OF A SPIDER. THERE SEEMED TO BE NOTHING I COULDN'T DO!

"DESIGNING A SET OF WEB-SHOOTERS AND A SUITABLE COSTUME, I BECAME THE OVER-NIGHT SENSATION OF TELEVISION!"

I'M SEEIN' IT WITH MY OWN EYES, AND I *STILL* DON'T BELIEVE IT! HE'S ACTUALLY CRAWLIN' DOWN THAT WALL--

"I WAS SITTING ON TOP OF THE WORLD! AGENTS WITH LUCRATIVE CONTRACTS WERE JUST WAITING FOR ME TO SIGN ON THE DOTTED LINE.

"THEN IT HAPPENED... THE MOMENT I'LL REGRET FOR THE REST OF MY LIFE!

"AS I WAS LEAVING THE STUDIOS, A GUARD CAME CHASING A THIEF PAST ME. I COULD HAVE STOPPED THE THIEF, BUT I DIDN'T.

"AFTER ALL, IT WASN'T MY CONCERN... THERE WAS NO REASON FOR ME TO GET INVOLVED.

"THEN, ONE EVENING WHILE I WAS OFF MAKING AN APPEARANCE AS SPIDER-MAN, A BURGLAR ENTERED OUR HOME, LOOKING FOR SOMETHING--AND KILLED UNCLE BEN!

I TRACKED THE BURGLAR TO AN OLD WATERFRONT WAREHOUSE. THE POLICE COULDN'T CATCH HIM... BUT SPIDER-MAN COULD--AND DID!

"IT WAS THEN I DISCOVERED THAT UNCLE BEN'S KILLER WAS THE SAME THIEF I'D FAILED TO STOP AT THE STUDIO.

"IF ONLY I HAD KNOWN... IF ONLY I HADN'T BEEN CAUGHT UP IN MY OWN SELFISH THOUGHTS... UNCLE BEN MIGHT STILL BE ALIVE TODAY!"

PETER? ARE YOU THERE? YOU LOOKED LIKE YOU WERE A MILLION MILES AWAY!

HUH? OH, SORRY, DEB...I'VE HAD A LOT ON MY MIND. SOMETIMES, I JUST SORT OF DRIFT OFF.

ANYTHING YOU WANT TO TALK ABOUT?

N-NOT REALLY. I'M AFRAID IT'S SOMETHING I'LL HAVE TO HANDLE ON MY OWN.

WAIT! I'M GETTING SOME SORT OF MILD SPIDER-SENSE BUZZ...AND IT'S GETTING STRONGER!

HEY, WHAT HAPPENED TO ALL OF THE OTHER CUSTOMERS? WE'RE THE ONLY ONES IN THE RESTAURANT NOW!

I CAN UNDERSTAND THAT THE OTHERS WOULD LEAVE WHILE WE SAT HERE... BUT THIS IS A SUNDAY AFTERNOON! SURELY, NEW CUSTOMERS WOULD BE COMING IN...

"...UNLESS SOMEONE WAS STOPPING THEM AT THE DOOR!"

OPEN

"AND UNLESS MY IMAGINATION IS GETTING THE BETTER OF ME, THAT'S JUST WHAT THOSE GUYS ARE DOING. THERE'S SOMETHING FUNNY GOING ON HERE!

"WAIT, I KNOW WHAT IT IS... I DON'T RECOGNIZE A SINGLE ONE OF THOSE WAITERS! AND THEY'RE ALL HEADED THIS WAY IN A DECIDEDLY UNFRIENDLY FASHION!"

PETER? WHAT'S THE MATTER?

I...DON'T KNOW.

BUT THE SERVICE SEEMS A LITTLE SLOW. I THINK I'LL CHECK ON IT.

PARDON ME, FOLKS--

--BUT WE'VE HAD A BIT OF TROUBLE IN THE KITCHEN. IT'S NOTHING SERIOUS, BUT YOUR MEAL WILL BE A LITTLE DELAYED.

WHAT? NO WONDER I THOUGHT THERE WAS SOMETHING ODD ABOUT THESE WAITERS! THERE'S ONE WEARING SOME SORT OF A MASK... IT'S COME LOOSE AT THE NECK!

AND I'LL BET HE'S NOT THE ONLY ONE IN DISGUISE!

THE KITCHEN'S NOT THE ONLY PLACE WHERE THERE'S TROUBLE, PAL!

WHAT?!

PETER-LAD, JUST BECAUSE THE SERVICE IS A LITTLE SLOW, THERE'S NO NEED TO RESORT TO--

--VIOLENCE?

NATHAN... LOOK!

I DON'T BELIEVE IT!

THESE WAITERS... THEY... THEY'RE NOT...

HUMAN?! QUITE RIGHT, WE'RE *NOT* HUMAN! WE ARE FAR *MORE!*

WE REGRET THIS INCIDENT, BUT THERE IS INFORMATION YOU HAVE... INFORMATION WHICH WE MUST POSSESS!

PETER! GET OUT OF HERE! ALL OF YOU! I'LL HOLD THEM OFF!

BOPP

THIS IS INSANE! THESE ALIENS--OR SOME OTHERS LIKE THEM--WERE WORKING WITH THE *TINKERER* WHEN I WAS JUST STARTING MY CAREER AS SPIDER-MAN!*

*'WAY BACK IN AMAZING SPIDER-MAN #2.--D.

WHY HAVE THEY RETURNED NOW? AND WHAT COULD THEY WANT FROM US?

NATHAN -- WHAT DO YOU THINK YOU'RE DOING?

DON'T YOU WORRY ABOUT ME, PETER-LAD! THERE'S STILL A LOT OF FIGHT LEFT IN THESE OLD BONES!

NATHAN... *NO!*

OLD FOOL! YOU CANNOT HOPE TO OVERCOME SUCH AS US!

UNGH!

NATHAN! OH, NATHAN, ARE YOU ALL RIGHT?

O-OF COURSE, I'M ALL RIGHT! HAS ANYONE SEEN MY GLASSES?

THIS CAN'T BE REAL! THIS HAS TO BE SOME SORT OF DREAM! I JUST CAN'T BELIEVE THAT OUR WAITERS ARE SOME SORT OF ALIEN CREATURES--

--AND THAT THEY'RE ATTACKING PETER! STILL, I SEE IT HAPPENING RIGHT BEFORE MY EYES...

...AND WHAT'S MORE, PETER SEEMS TO BE HOLDING HIS OWN AGAINST THEM! I DIDN'T KNOW HE WAS THAT STRONG!

NATHAN, WHAT ARE WE GOING TO DO?

DON'T WORRY, MAY -- I'LL THINK OF SOMETHING!

I'VE BEEN IN TIGHTER SPOTS IN ST. LOUIS!

BUT PETER HAS ALREADY THOUGHT OF ONE SOLUTION...

NATHAN!

--YOU'RE NEAR THE LIGHTS! HIT THE SWITCH!

WELL, ALL RIGHT, PETER! BUT I DON'T SEE...

THAT'S JUST THE IDEA, NATE! AND *THEY* WON'T BE ABLE TO, EITHER!

AND AS THE ROOM IS PLUNGED INTO DARKNESS...

--PETER PARKER CUTS LOOSE WITH THE FULL AMAZING POWER OF SPIDER-MAN! THE ALIEN WAITERS, SURPRISED BY HIS STRENGTH, GO FLYING LIKE TEN-PINS!

BUT BEFORE HE CAN FINISH THE JOB, THE LIGHTS SUDDENLY BLAZE BACK ON, AND...

HALT! CEASE THIS BATTLE!

EH?

WE MEAN NO HARM TO YOU EARTHLINGS... WE MERELY WISH INFORMATION!

THE ELDERLY FEMALE HOLDS THE SECRET WE MUST POSSESS... THE SECRET OF THE EARTHMAN, DUTCH MALLONE.

MAY, WHAT'S HE TALKING ABOUT?

DUTCH MALLONE?! THAT'S CRAZY-- WHAT DO YOU NEED TO KNOW ABOUT HIM?

THAT IS OF NO CONCERN TO YOU, EARTHLING! SUFFICE IT TO SAY THAT THE INFORMATION IS NECESSARY TO OUR PLANS--

--AND WE MEAN TO OBTAIN IT... BY FORCE IF NECESSARY!

NONE OF THIS MAKES ANY SENSE! DUTCH MALLONE WAS THE OLD GANGSTER WHO OWNED THE HOUSE AUNT MAY AND UNCLE BEN LATER LIVED IN. HE SUPPOSEDLY HID HIS LOOT THERE...

...THAT'S WHAT THE BURGLAR WHO SHOT UNCLE BEN WAS LOOKING FOR WHEN HE BROKE INTO THE PLACE!

BUT DUTCH MALLONE'S TREASURE IS GONE... DESTROYED OVER THE YEARS BY SILVERFISH, THOUGH AUNT MAY AND I ARE THE ONLY ONES WHO KNOW THAT.*

*AS REVEALED IN AMAZING SPIDER-MAN #200. --D.

LORD KNOWS WHAT THESE CREATURES WILL DO IF THEY LEARN THAT. MAYBE I CAN BLUFF THEM.

LOOK-- AUNT MAY CAN'T TELL YOU ANYTHING ABOUT DUTCH MALLONE.

I'M THE ONLY ONE WITH ANY KNOWLEDGE ABOUT MALLONE--AND HIS HIDDEN LOOT!

IF WHAT YOU SAY IS TRUE--!

PETER-- NO! YOU MUSTN'T SACRIFICE YOURSELF FOR ME!

MAY-- PLEASE, YOU MUSTN'T LET YOURSELF GET OVER-WROUGHT!

IT'S ALL A DREAM... A HORRIBLE DREAM! IT HAS TO BE!

YOUR NEPHEW HAS ALREADY MADE HIS ADMISSION OF KNOWLEDGE!

HE WILL COME WITH US FOR INTERROGATION!

WHAT? ALL THOSE CRAZY GUNS FIRE ARE BOLO-CABLES?

I EXPECTED ELECTRO-BLASTS OR STUN-BOLTS OR SOMETHING!

DO NOT ATTEMPT TO FOLLOW, AND NO HARM WILL BEFALL YOU!

SOMETHING DEFINITELY SCREWY IS GOING ON AROUND HERE! I COULD PROBABLY BREAK THESE CABLES... BUT I'LL GO ALONG WITH THIS FOR NOW!

DON'T WORRY, FOLKS-- I'LL BE OKAY!

OH, NATHAN, WHAT WILL WE DO? WHAT CAN WE DO?

DON'T YOU FRET, MAY! WE'LL CALL THE POLICE... THE F.B.I.... NASA! THEY WON'T GET AWAY WITH THIS, BY GADFRY!

P-PLEASE DON'T CRY, MRS. PARKER! WE'LL GET PETER BACK... SOMEHOW!

WE JUST HAVE TO!

SWIFTLY, PETER'S ABDUCTORS LEAD HIM THROUGH THE RESTAURANT'S KITCHEN AND OUT A REAR EXIT...

THERE ARE THE REAL WAITERS AND THE KITCHEN HELP... ALL TRUSSED UP. AT LEAST, THESE CHARACTERS DON'T SEEM TO WANT TO HARM ANYONE.

IN THE VACANT LOT BEHIND THE RESTAURANT, AN EERIE SPACECRAFT SUDDENLY SHIMMERS INTO VISIBILITY--A HUGE PORTAL YAWNING OPEN TO ADMIT THE ALIENS AND THEIR CAPTIVE.

AND THEN, WITHIN MERE SECONDS, THE ODD CRAFT SILENTLY STREAKS SKYWARD AND IS LOST ABOVE THE CLOUDS!

MEANWHILE, INSIDE THE CRAFT...

I DON'T GET THIS AT ALL! THE LAST TIME I FOUGHT THESE GUYS, THEY WERE TRYING TO GET CONTROL OF GOVERNMENT SECRETS!

NOW, THEY WANT TO KNOW ABOUT THE LOOT OF A LONG-DEAD GANGSTER!

WHAT POSSIBLE CONNECTION COULD... *WAIT!* THAT MIST--!

MY ALIEN FRIENDS TELL ME THAT YOU HOLD KNOWLEDGE CONCERNING THE RICHES OF THE LATE DUTCH MALLONE, PARKER!

THAT MAKES MY JOB MUCH EASIER! I DOUBT THAT YOUR AUNT WOULD HAVE SURVIVED THE NEW LINE OF QUESTIONING I HAD IN MIND.

YOU, ON THE OTHER HAND, ARE YOUNG AND HARDY!

WITH THE TECHNIQUES I HAVE LEARNED FROM MY NEW ALIEN COMRADES, I SHOULD EASILY BE ABLE TO WREST THE INFORMATION WHICH I NEED FROM YOUR MIND!

THEN I SHALL HAVE THE WEALTH I DESIRE. AND IN RETURN FOR THEIR AID...

...MYSTERIO SHALL HELP THESE CREATURES CONQUER THE EARTH!!

NEXT THE FEARFUL CONCLUSION!

HECTOR AYALA was an ordinary child of the streets. . . before he found the mysterious jade amulets which transform him into a martial arts powerhouse!

Stan Lee PRESENTS THE WHITE TIGER

A KILLER ELITE!

LOU GUNTHER IS WHAT IS COMMONLY CALLED A "SOURCE"... AN INFORMER... A STOOL PIGEON!

TONIGHT, HE IS SCARED OUT OF HIS WITS... BECAUSE CERTAIN INFORMATION IS WANTED--BADLY--AND HE CAN'T DELIVER!

K-KEEP HIM AWAY FROM ME, BLACKBYRD! I DON'T KNOW WHO KILLED HIS FAMILY... I SWEAR IT!

YOU HEARD THE MAN, BRO'... BACK OFF!

THIS PIG SHOT YOU, AND YOU STILL DEFEND HIM?

IT'S JUST A NICK! I'LL HEAL--US DETECTIVES ARE LIKE THAT!

HE'S HIDING SOMETHING, BLACKBYRD--I CAN SEE IT IN HIS EYES! I WANT TO KNOW *WHAT*!

ROGER STERN / WRITER
DENYS COWAN / PENCILER
DAVE HUMPHRYS -- INKERS
JOSEF RUBINSTEIN -- INKERS
JIM NOVAK / LETTERER
C. SCHEELE / COLORIST
DENNIS O'NEIL, EDITOR
JIM SHOOTER, EDITOR-IN-CHIEF

LOOK, TIGER, THE WHOLE CITY KNEW WHO YOUR FAMILY WAS* --AND ANYBODY COULD FIND 'EM--BUT NO LOCAL HIT-MAN WOULDA BEEN CRAZY ENOUGH TO BLOW 'EM AWAY... NOT WITH YOU AROUND!

THEN, WHO? *WHO*?

*THE TIGER'S IDENTITY WAS REVEALED ON LOCAL TELEVISION IN SPECTACULAR SPIDER-MAN #20 -- D.

WELL, WORD'S OUT ON THE STREET THAT SOME BIG OUT-OF-TOWN MUSCLE IS RESPONSIBLE.

WHAT "MUSCLE"... WHO? AND WHERE CAN I FIND THEM?

EASY, TIGER--GIVE THE MAN TIME TO CATCH HIS BREATH!

HEY, I DON'T KNOW WHERE THEY ARE! THEY'RE STILL HOLED UP IN THE SOUTH BRONX, BUT I CAN'T BE CERTAIN! WHOEVER THESE GUYS ARE, THEY'RE BEIN' REAL SECRETIVE!

I'VE HEARD SOME RUMORS ABOUT A COUPLE OF PLACES WHERE THEY MIGHT BE, BUT--!

IF I WERE YOU, GUNTHER, I'D THINK REAL HARD ABOUT SPILLIN' EVERYTHING YOU KNOW!

THE POLICE WOULDN'T TAKE KINDLY TO YOU WITHHOLDING INFORMATION ABOUT THE MURDERER'S WHEREABOUTS!

HANG THE POLICE! MY FAMILY WAS WIPED OUT BY THOSE KILLERS LAST NIGHT! I WANT THEM FIRST! NOW, WHERE ARE THESE RUMORED HIDEOUTS?

O-ONE OF 'EM'S IN THE OLD CANDY STORE ON DAVIDSON AVENUE...THE ONE THAT WAS GUTTED LAST SPRING. THE OTHER IS A VACANT STOREFRONT ON TREEMONT!

AND THAT'S ALL I KNOW... HONEST!

FOR YOUR SAKE, *MI AMIGO*, I PRAY THAT THEY ARE IN ONE OF THOSE PLACES!

IF THEY ARE NOT-- I WILL BE BACK!

TIGER, ***WAIT!*** DON'T GO AFTER THEM ALONE!

I THOUGHT I'D TALKED SOME SENSE INTO HIM, BUT HE'S GOTTEN MADDER THAN EVER. CAN'T SAY AS I BLAME HIM, THOUGH... LOSING HIS FAMILY MUST'VE BEEN AN AWFUL SHOCK!

OUT OF ORDER

BLAST IT! THIS IS THE ONLY PAY PHONE AROUND FOR TEN BLOCKS... AND IT'S BEEN TRASHED! BUT I GOTTA RING THE POLICE IN ON THIS!..

...I'VE HEARD SOME RUMORS ABOUT THIS "OUT-OF-TOWN MUSCLE" MYSELF! AND IF THEY'RE TRUE, THE TIGER'S IN FOR THE FIGHT OF HIS LIFE!

THERE'S A PRECINCT HOUSE NOT FAR FROM HERE. CAN'T HOOF IT THOUGH... STARTIN' TO GET WOOZY. GUESS I LOST MORE BLOOD FROM THAT WOUND THAN I THOUGHT!

AND, WHILE BLACKBYRD TURNS AND DESPERATELY TRIES TO HAIL A GYPSY CAB, THE TIGER IS ALREADY BLOCKS AWAY...

NONE OF THIS WOULD EVER HAVE HAPPENED, HAD THE LIGHTMASTER NOT REVEALED MY TRUE IDENTITY ON TELEVISION.

MY OWN LIFE BECAME COMPLICATED ENOUGH ONCE MY IDENTITY WAS KNOWN, BUT I NEVER DREAMED THAT ANYONE WOULD DARE TO STRIKE AT ME THROUGH MY FAMILY.

THEIR DEATHS WERE SO SENSELESS. I KEEP ASKING MYSELF WHY... ***WHY?*** BUT I CAN THINK OF NO RATIONAL ANSWERS.

LIKE A GREAT HUMAN CAT, THE WHITE TIGER BOUNDS ACROSS THE TENEMENT ROOFTOPS.

HIS FRUSTRATION, RAGE, AND ANGER GROW WITH EACH BLOCK HE TRAVERSES--

--UNTIL, FINALLY, HE DROPS BACK TO STREET LEVEL, APPROACHING THE BURNT-OUT HUSK OF WHAT HAD ONCE BEEN A THRIVING CANDY STORE.

BOARDED UP... BUT SOME OF THE BOARDS ARE LOOSE! SOMEONE HAS BEEN INSIDE!

REACTING INSTANTLY, THE TIGER HURLS HIMSELF AT THE BOARDED-UP PORTAL, SHATTERING THE WOODEN BARRIER WITH ONE MIGHTY FLYING KICK!

INSIDE THE FIRE-GUTTED STORE, THE TIGER'S HANDS LATCH UPON A LONE, COWERING FIGURE...

YOU! WHERE ARE THE REST OF THE KILLERS? SPEAK UP OR, SO HELP ME--!

HUNH?

I... I DON'T KNOW NO KILLERS, MISTER. JUST CAME IN HERE TO KEEP WARM ... IT'S TOO COLD TO SLEEP ON THE STREETS.

AND AS HIS EYES SWIFTLY ADJUST TO THE DARKNESS, THE TIGER JUST STOPS SHORT OF THROTTLING THE TREMBLING MAN... A MAN NEARLY AS DEVASTATED AS THE BUILDING AROUND HIM.

PLEASE... PLEASE DON'T HURT ME.

MADRE DE DIOS! HE IS JUST A HARMLESS DERELICT! AND I... I CAME WITHIN INCHES OF INJURING HIM!

FORGIVE ME, SEÑOR... I AM SORRY.

THE TIGER TURNS, AND IS GONE IN SECONDS, AS THE OLD MAN SETTLES BACK INTO A TROUBLED SLEEP. IN THE MORNING, HE WILL THINK IT WAS ALL JUST A BAD DREAM...

... UNTIL HE SEES THE SHATTERED DOORWAY.

SOON, BLOCKS AWAY...

I MUST CONTROL MY RAGE! MY FAMILY'S KILLERS MUST BE BROUGHT TO JUSTICE, BUT I MUST NOT LOWER MYSELF TO THEIR LEVEL. AH...

...THERE IS THE STOREFRONT WHICH LOU GUNTHER DESCRIBED. IF THE KILLERS ARE NOT THERE ... I DON'T KNOW WHAT I'LL DO!

IN ONE LITHE MOVEMENT, THE WHITE TIGER DROPS TO THE CITY STREETS. AND THEN...

WHAT IS THIS? THE DOOR IS UNLOCKED, IT OPENS AT MY SLIGHTEST TOUCH!

FOR RENT

THE OUTER CHAMBER IS EMPTY, BUT THERE IS A LIGHT COMING FROM THE BACK ROOM.

I MUST BE CAUTIOUS ...I DO NOT WISH TO REPEAT MY EARLIER MISTAKE.

QUE? ANOTHER OLD MAN! AM I TO FIND NOTHING BUT DEAD ENDS IN MY SEARCH?

BUT, EVEN AS THE TIGER CONSIDERS HIS NEXT MOVE, THE GREY-HAIRED FIGURE WHIRLS AROUND IN HIS CHAIR AND...

WELCOME, TIGER! WE'VE BEEN EXPECTING YOU!

TAKE HIM!

SUDDENLY, THE SHADOWS SEEM TO COME ALIVE, AS THE WHITE TIGER IS BESET FROM ALL SIDES BY UNIFORMED MEN.

HE RESPONDS WITH ALL OF HIS CONSIDERABLE MARTIAL ARTS PROWESS...

KRAK

...BUT, FINALLY...

NO GOOD... THERE ARE TOO MANY OF THEM!

WE HAVE HIM NOW, SIR.

I SHOULD CERTAINLY HOPE SO! NOW DO YOU SEE THE NEED FOR CONSTANT TRAINING? OUR TIMING HAS TO BE MUCH BETTER IF WE'RE TO RID NEW YORK OF ITS SO-CALLED HEROES!

BY THE WAY, TIGER, I MUST CONGRATULATE YOU! YOU HAVE THE HONOR OF BEING THE FIRST OF MANY SUPER-BEINGS TO DIE AT THE HANDS OF *GIDEON MACE!*

TO BE CONTINUED!

50¢ CC

51 FEB 02199

©1980 MARVEL COMICS GROUP TM

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

ALIENS AND ILLUSIONS!

ALL RIGHT, MYSTERIO-- YOUR CREATURE-FEATURE BUDDIES HAVE ME ALL TRUSSED UP AND HELPLESS! NOW... JUST WHAT DO YOU WANT FROM ME?

I ALREADY TOLD YOU, PARKER! I WANT CERTAIN INFORMATION! AND, THANKS TO THE EQUIPMENT MY ALIEN COMRADES HAVE LOANED ME--

--I SHALL SOON HAVE THAT INFORMATION... EVEN IF IT MEANS YOUR DEATH!

ROGER STERN, WRITER
MARIE SEVERIN & JIM MOONEY, ARTISTS
JIM NOVAK, LETTERER
C. SCHEELE, COLORIST
DENNY O'NEIL, EDITOR
JIM SHOOTER, EDITOR-IN-CHIEF

STILL, I SEE NO REASON TO NEEDLESSLY TAKE A LIFE! IF YOU WILL JUST TELL ME WHERE I CAN FIND THE RICHES OF THE GANGLORD, DUTCH MALLONE -- I SHALL ALLOW YOU TO LIVE!

I MIGHT EVEN CONSIDER FREEING YOU!

WHATEVER LOOT MALLONE LEFT BEHIND IN THE HOUSE MY FAMILY LATER BOUGHT, WAS DESTROYED YEARS AGO...

...EATEN BY SILVERFISH!*

AND THAT'S THE HONEST TRUTH, SO HELP ME!

*FOR THE WHOLE STORY SEE AMAZING SPIDER-MAN #200. --D.

THE EARTHLING LIES, MYSTERIO! WHEN WE CAPTURED HIM, HE CLAIMED TO HAVE KNOWLEDGE OF MALLONE'S BOOTY!

PUT HIM THROUGH THE PSYCHO-DOME AND PULL THE INFORMATION FROM HIM.'

YES, THEN YOU CAN AID US IN THE CONQUEST OF THIS WORLD ...AS YOU PROMISED!

SURE, I KNOW ABOUT MALLONE ... BUT I JUST TOLD YOU ALL I KNOW!

YOU EXPECT ME TO BELIEVE SUCH A LUDICROUS STORY?

BAH! IT DOESN'T MATTER! THE PSYCHO-DOME WILL FORCE YOU TO TELL ME WHAT I WANT TO KNOW!

BROTHER! THE OLD PARKER LUCK NEVER CHANGES ... IT'S ALWAYS BAD! THIS IS ALL SO SCREWY... SO UNREAL...

"...AND TO THINK IT ALL BEGAN WITH A SIMPLE DINNER PARTY FOR AUNT MAY AND HER FIANCE, NATHAN LUBENSKY! THE FOUR OF US -- MAY, NATHAN, DEB WHITMAN AND ME -- WERE HAVING A PEACEFUL AFTERNOON MEAL--

"-- WHEN MY SPIDER-SENSE SUDDENLY WENT OFF, WARNING ME OF IMPENDING DANGER!

"THAT'S WHEN I NOTICED THAT THE RESTAURANT HAD BEEN EMPTIED. IT WAS JUST US AND A GROUP OF WAITERS LEFT... WAITERS WITH STRANGE, STIFF FACES!

"AND AS SOON AS THEY GOT CLOSE, I REALIZED WHY THEIR FACES WERE SO STILL!

"THEY WERE WEARING MASKS! THE REAL WAITERS HAD BEEN REPLACED BY A SQUAD OF ALIENS -- LIKE THE ONES I'D FOUGHT ONCE AS SPIDER-MAN! *

*/N AMAZING SPIDER-MAN #2.--D.

"A SCUFFLE BROKE OUT, AND I HAD JUST GOTTEN THE UPPER HAND, WHEN THE ALIEN LEADER GOT THE DROP ON THE REST OF MY PARTY!"

CEASE THIS BATTLE! WE MEAN NO HARM TO YOU EARTHLINGS... WE MERELY WISH INFORMATION!

THE ELDERLY FEMALE HOLDS THE SECRET WE MUST POSSESS... THE SECRET OF THE EARTHMAN, DUTCH MALLONE!

"NONE OF IT MADE ANY SENSE! SURE, MALLONE'S LOOT HAD BEEN HIDDEN IN AUNT MAY'S OLD HOUSE... BUT HOW DID THE ALIENS KNOW THAT? AND WHY WOULD THEY WANT IT, ANYWAY?

"WHATEVER THEIR MOTIVES, I COULDN'T CHANCE TELLING THEM WHAT HAD HAPPENED TO THE LOOT -- NOT WHILE THEY HAD MAY AND THE OTHERS AT GUNPOINT. SO..."

LOOK -- AUNT MAY CAN'T TELL YOU ANYTHING ABOUT DUTCH MALLONE. I'M THE ONLY ONE WITH ANY KNOWLEDGE OF MALLONE -- AND HIS HIDDEN LOOT!

"I LET THEM BIND ME UP IN HEAVY CABLES AND CART ME OFF IN THEIR SPACESHIP, UNTIL I COULD FIGURE OUT JUST WHAT THEY WERE UP TO!

ONCE WE WERE AIR-BORNE, I DISCOVERED THAT THEY'D JOINED FORCES WITH SPIDER-MAN'S OLD ENEMY, MYSTERIO -- THAT EXPLAINED WHY THEY WERE HOT TO GET MALLONE'S MONEY.

FISH-BOWL HEAD HAD LEARNED ABOUT THE MALLONE HAUL WHEN WE LAST FOUGHT... AND THEY'D AGREED TO HELP HIM GET IT SO HE'D HELP THEM CONQUER THE WORLD!

BUT THE WHOLE THING STRIKES ME AS SCREWY!

MYSTERIO IS JUST A GLORIFIED SPECIAL EFFECTS MAN... WHY DO THEY NEED HIM TO HELP THEM CONQUER THE WORLD--

--ESPECIALLY SINCE THIS SECRET BASE THEY'VE BROUGHT ME TO SEEMS TO BE JUST CHOCK FULL OF SUPER-SCIENTIFIC EQUIPMENT!

WELL, I GUESS THE ONLY WAY I'LL GET ANY ANSWERS IS TO HANG IN HERE AND SEE WHAT THEY THROW AT ME!

SO FAR, ALL THEY'VE DONE IS DAZZLE ME WITH FLASHING LIGHTS, AND SWING ME AROUND THIS CRAZY DOME, TRYING TO MAKE ME DIZZY.

I CAN'T SEE HOW THAT'LL DO THEM ANY...

...GOOD?

RAHRR!

I-I THOUGHT THESE THINGS WERE VIEW-SCREENS -- BUT THEY MUST BE SPACE-WARPS OR SOMETHING! THEY'VE TOSSED ME TO SOME HUGE LIZARD CREATURE! I HAVE TO BREAK AWAY BEFORE--!

NO, WAIT! THEY DON'T WANT ME DEAD!.. THEY WANT INFO! THIS MUST BE ONE OF MYSTERIO'S ILLUSIONS! IT'S JUST ANOTHER TRICK... IT HAS TO BE!

AND SUDDENLY...

HUH? I'M BACK IN THE SWING OF THINGS AGAIN!

NOW I'M STARTING TO UNDERSTAND! THE CONSTANT SWINGING AND THE BRIGHT LIGHTS ARE MEANT TO CONFUSE AND DISORIENT ME... SO I'LL BE MORE SUSCEPTIBLE TO MYSTERIO'S ILLUSIONS!

THIS WHOLE PLACE MUST BE LOADED WITH HOLOGRAPHIC PROJECTORS. BUT WHY DID MYSTERIO NEED ALIEN HELP FOR THIS? HE COULD ENGINEER ALL OF THESE TRICKS HIMSELF?

STILL, EVERYTHING SEEMS SO REAL! I COULD ALMOST FEEL THE CLAMINESS OF THAT LIZARD'S MOUTH! WHAT IF--?

AUNT MAY!

PETER! PETER... HELP! SAVE ME!

NO! WHAT AM I THINKING? THAT COULDN'T HAVE BEEN AUNT MAY... I HAVE TO KEEP TELLING MYSELF, IT'S ONLY A TRICK! ISN'T IT?

PARKER!

HUH?

I'M COMING FOR YOU, PARKER!

YOU'VE TAKEN ADVANTAGE OF SPIDER-MAN FOR THE LAST TIME!

FOR YEARS, YOU'VE BEEN TAKING PICTURES OF ME AND SELLING THEM TO NEWSPAPERS FOR BIG BUCKS!

WELL, THAT'S GONNA STOP!

INCREDIBLE! THIS IS SO VIVID, I'D SWEAR I WAS BEING GRABBED BY SPIDER-MAN!

BUT MYSTERIO MADE A BIG MISTAKE IN THREATENING ME WITH SPIDER-MAN...

...BECAUSE I'M SPIDER-MAN! NOW I KNOW THIS IS ALL JUST ILLUSION!

WELL? WHAT DO YOU HAVE TO SAY FOR YOURSELF?

THIS IS PROBABLY WHERE MYSTERIO EXPECTS ME TO SCREAM THAT I'LL TELL HIM ANYTHING!

WELL, THAT'S WHAT HE THINKS!

UNHHH!

AND, DOWN A CORRIDOR, IN A MASTER CONTROL ROOM...

WHAT? HE FAINTED?! DRAT, I MUST HAVE OVER-PLAYED MY HAND WITH THE SPIDER-MAN ILLUSION!

ODD! AFTER YEARS OF PHOTOGRAPHING THAT WALL-CRAWLING MISCREANT, I WOULDN'T HAVE THOUGHT THAT HE'D BE THAT FRIGHTENED!

STILL, WHEN I HAD HIS AUNT UNDER MY CONTROL,* SHE ALWAYS SAID THAT PARKER WAS A "SENSITIVE BOY!" I THOUGHT SHE WAS JUST BEING OVERLY PROTECTIVE--

--BUT IT APPEARS NOW THAT SHE WAS RIGHT. I'LL HAVE TO TRY A DIFFERENT TACK!

*AMAZING SPIDER-MAN #193-199.-- D.

SOON...

HE...HAS FAINTED!

YES, I SAW IT ALL ON MY CONTROL SCREENS!

UNBIND HIM!

YEAH, SCALEY... UNBIND ME!

AH, BUT FIRST--USE THE SEDATOR! WE WANT TO MAKE SURE HE STAYS OUT OF MISCHIEF WHILE I IMPLEMENT A NEW PLAN OF PERSUADING HIM TO TELL WHAT HE KNOWS!

BRIZZ

"THE SEDATOR?" AW, NUTS! I THOUGHT THAT IF I PLAYED POSSUM, THEY'D JUST LOCK ME AWAY SOMEWHERE.

NEVER THOUGHT... THEY'D... BOTHER TO... USE SOME... KNOCK-OUT GIZMO!

GOT TO TRY... AND STAY AWAKE... BUT... SO... HARD!

AND AS THE YOUTHFUL HERO NODS OFF, TWO OF THE ALIEN FIGURES CARRY HIM DOWN A WINDING CORRIDOR AND OFF INTO DARKNESS!

SOMETIME LATER, AT THE RESTWELL NURSING HOME...

WERE THOSE PEOPLE SERIOUS, LIEUTENANT? I MEAN, THE OLD LADY'S NEPHEW WAS KIDNAPPED... BY ALIENS?!

SOUNDS CRAZY, DOESN'T IT, MORELLI? I COULD ALMOST DISMISS THE STATEMENTS OF THE OLD PEOPLE AS SENILE RAMBLINGS.

BUT THAT YOUNG GIRL CORROBORATED EVERYTHING THEY SAID. I DON'T KNOW WHAT TO DO! I MEAN--

--HOW DO WE PUT OUT AN A.P.B. ON LITTLE GREEN MEN?

AND INSIDE, IN MAY PARKER'S ROOM...

THEY...THEY DIDN'T BELIEVE US! WE'LL NEVER SEE PETER AGAIN!

YOU MUSTN'T THINK THAT, MRS. PARKER. THE POLICE WILL FIND PETER SOMEHOW.

DEBRA'S RIGHT, MAY! YOU MUST RELAX AND TRY TO GET SOME SLEEP! EVERYTHING'LL BE FINE!

I THINK SHE'LL BE ALL RIGHT NOW. THE SEDATIVE THE DOCTORS GAVE HER EARLIER IS TAKING EFFECT.

BUT, DEBRA... ARE YOU SURE *YOU'RE* ALL RIGHT?

I... I'LL BE FINE, MR. LUBENSKY. IT'S JUST THAT... IT'S BEEN SUCH A SHOCK. I SAW THOSE CREATURES TAKE PETER WITH MY OWN EYES, BUT STILL...

...IT'S ALL SO UNBELIEVABLE!

TURNING AWAY FROM THE CRIPPLED EX-VAUDEVILLIAN, DEBRA WHITMAN WALKS ON DOWN THE HALL, LOST IN HER OWN THOUGHTS AND FEARS.

EMERGENCY EXIT

THEN, SUDDENLY...

THIS GIRL IS THE ONE WE WERE SENT FOR! HURRY, LET'S GO BEFORE SHE'S MISSED!

IN A MATTER OF SECONDS, THE YOUNG WOMAN IS GONE...

EMERGENCY EXIT

...ONLY A LONE SHOE GIVING TESTIMONY TO THE FACT THAT SHE WAS EVER THERE!

TIME PASSES, AND IN A FAR AWAY CELL...

PHEW! MY SYSTEM FINALLY THREW OFF THE EFFECTS OF THAT "SEDATOR". NOW MAYBE I CAN...

HUH?

AN ANT? INSIDE A SUPER-SCIENTIFIC ALIEN BASE?

I SMELL SOMETHING FISHY! SURELY, AN ADVANCED CIVILIZATION WOULD HAVE A SYSTEM TO FILTER OUT TERRESTRIAL INSECTS!

HMM... I DON'T THINK THERE ARE ANY HIDDEN CAMERAS IN HERE. AT LEAST MY SPIDER SENSE ISN'T GIVING ME EVEN THE SLIGHTEST BUZZ, SO...

ONE QUICK CHANGE AND A LEAP UP THE WALL LATER...

OH-HO!

A GRATING OF DEFINITE DOWN-HOME MANUFACTURE! THIS GETS MORE INTERESTING ALL THE TIME!

LET'S SEE WHAT A LITTLE EXPLORATION TURNS UP!

U.S. STEEL

♪...AND TELL THE WORLD YOU LOVE HIM! HE'S GIVIN' ALL THE LOVE HE CAN!♪

♪STAND BY YOUR MAN!♪

HEY, THAT TAMMY WYNETTE IS REALLY SOMETHING, ISN'T SHE?

WHAT THE HEY?! COUNTRY-WESTERN MUSIC?

LOOKS LIKE ONE OF THE GREEN GUYS HAS SOME FAIRLY AMERICAN TASTES!

YEAH, I... HUH?!

IT'S PARTY TIME, CHUBBINS! I HOPE YOU'LL PARDON ME FOR NOT ASKING YOU TO DANCE SOONER... BUT, YOU SEE, I'VE ALWAYS BEEN THE SHY, RETIRING TYPE!

:GRRRK:

GEE, SORRY I MADE YOU SPILL YOUR BEER. HMM... YOU KNOW, I THINK THE MASK WAS AN IMPROVEMENT!

SAY, I BET YOU HAVE SOME INTERESTING STORIES TO TELL!

W-W-W-WHAT DO YOU WANNA KNOW? I TELL YA ANYTHING!

OKAY! LET'S START WITH A LITTLE TRIP DOWN MEMORY LANE... I SUPPOSE I'M RIGHT IN ASSUMING THAT YOU CHEERFUL CHARLIES ARE THE SAME GUYS I FOUGHT A FEW YEARS AGO?

Y-YEAH, MOST'A US. WE WERE --

"--OUTTA WORK MOVIE EXTRAS AND STUNTMEN, WHO'D JOINED UP WITH THE TINKERER TO STEAL SCIENTIFIC SECRETS. THE WHOLE ALIEN SHTICK WAS A RUSE... JUST IN CASE WE WERE DISCOVERED!

"AN' WE WERE DISCOVERED... BY YOU! WE SEEMED TA TRAP YA PRETTY EASILY--

"-- BUT YOU GOT FREE REAL FAST, AS I REMEMBER!"

YOU **FOOL!** YOU JARRED MY ARM! I-I'VE DESTROYED OUR CONTROL PANEL!

IT WOULD TAKE **MONTHS** TO REBUILD THAT CONTROL PANEL! WE-- WE HAVEN'T THE TIME!

QUICK! LET US FLEE WHILE WE CAN! **SPIDER-MAN** IS TOO POWERFUL!

"WE ABANDONED THE TINKERER TO HIS BURNING SHOP AND BEAT TRACKS TO OUR GETAWAY VEHICLE... A **VTOL*** CRAFT DISGUISED AS A SPACESHIP!"

SAFE AT LAST! PRESS THE BUTTON TO DESTROY ALL OUR SPY DEVICES BY REMOTE CONTROL!

IT IS **DONE!** WE CAN NEVER AGAIN RETURN TO EARTH--THEY WILL BE ON GUARD FROM THIS DAY ON!

YOU CAN CAN THE PHONY ALIEN TALK, CHARLIE! THERE'S NO ONE TO OVERHEAR US NOW!

THIS SPIDER-MAN CHARACTER IS DANGEROUS... BUT I'LL BET EVEN HE CAN BE BEATEN! AND I'M GOING TO DO IT, IF IT'S THE LAST THING I DO!

*VERTICAL TAKE-OFF AND LANDING -- D.

DON'T TELL ME... THAT GUY WENT ON TO BECOME MYSTERIO! RIGHT?

YEAH! AN'... MURMPH!

AH-AH! I TOLD YOU NOT TO TELL ME!

SO...

MMMPH

THAT WEBBING WILL KEEP HIM OUT OF TROUBLE!

WOW! WELCOME TO SCENERY LAND! ALL THE PIECES ARE FALLING INTO PLACE NOW! MYSTERIO IS THE NATURALLY GREEDY TYPE...

...HE PROBABLY FIGURED HE COULD DUST OFF HIS OLD ALIENS-FROM-SPACE SCAM TO SCARE AUNT MAY... OR ME... INTO LEADING HIM TO DUTCH MALLONE'S TREASURE.

WELL... TIME TO CLEAN HOUSE!

SKITTERING OVER THE OLD STUDIO WALLS LIKE HIS ARACHNID NAMESAKE, SPIDER-MAN ZIPS THROUGH THE COMPLEX, SURPRISING ERSATZ ALIENS AT EVERY TURN!

HE DASHES THROUGH SOUNDSTAGE AFTER SOUND-STAGE IN A MATTER OF SECONDS -- LEAPING FROM WALL TO WALL -- DROPPING FROM 30-FOOT CEILINGS TO CONFRONT HIS ENEMIES!

SWAT

THUP

AND THEN, FINALLY...

NAW... I DON'T BELIEVE IT! EVEN MYSTERIO COULDN'T BE STUPID TO LABEL HIS CONTROL ROOM! THIS MUST BE A TRAP!

MASTER CONTROL -NO- ADMITTANCE

OH, WELL ..."FOOLS RUSH IN!"

BUT, ONCE INSIDE...

HOLY SMOKES! THIS *IS* THE MASTER CONTROL ROOM! AND UNLESS THE IMAGE ON THAT VIEW SCREEN IS ANOTHER ILLUSION--

"MYSTERIO'S BOYS HAVE GRABBED DEB WHITMAN!"

NO, YOU'VE GOT TO BELIEVE ME -- PETER NEVER TOLD ME ABOUT ANY GANGSTER OR HIDDEN TREASURE! WE... WE'RE JUST FRIENDS!

SHE LIES!

NO, I THINK NOT! THIS ONE IS TOO TIMID TO LIE!

BUT I THINK YOUNG PARKER'S TONGUE WILL BE LOOSENED CONSIDERABLY WHEN HE COMES TO AND FINDS THAT THE WOMAN IS AT OUR MERCY!

DEBRA WHITMAN'S HEART POUNDS LIKE A TRIPHAMMER. SHE TRULY DOESN'T KNOW WHOM SHE FEARS MORE... THE EERILY-ATTIRED MASTER CRIMINAL WITH THE GUN... OR THE SCALEY CREATURE WHO ROUGHLY PULLS HER ALONG!

BUT THEN, ANOTHER ELEMENT ENTERS THE SCENE!

YOU'RE PRETTY GOOD AT THREATENING COLLEGIATE TYPES, MYSTERIO!

WHAT'S THE MATTER? YOU SCARED OF TAKING ON SOMEONE FROM THE BIG LEAGUES?

EH?

IT'S SPIDER-MAN!!

I CAN SEE THAT, YOU DOLT! DON'T JUST STAND THERE... YOU HAVE WEAPONS -- USE THEM!

THIS CAN'T BE HAPPENING TO ME!

HEY, HAVEN'T YOU FELLOWS HEARD? THE *OUTER LIMITS* WAS CANCELED YEARS AGO! THOSE CRAZY OUTFITS ARE ONLY GOOD FOR FILLING AD SPACE IN THE BACK OF CHEESY MONSTER MAGS NOW!

VIP VIP VIP

FLIPPANT FOOL! YOU CAN'T EVADE OUR FIRE FOR LONG!

SHEESH! AFTER ALL OF THIS, YOU STILL EXPECT ME TO FALL FOR THAT CORNBALL "TAKE-ME-TO-YOUR-LEADER" DIALOGUE?

OKAY, CAPTAIN SPACEMAN, I'LL MAKE IT EASY FOR YOU! HOW'S THIS FOR BEING AN AGREEABLE TARGET?

WHAT?! OUR TRANK-DARTS--

-- WENT... RIGHT... THROUGH HIM!

≡UNGH≡

HE'S...JUST A HOLOGRAM! BUT THAT MEANS HE'S FOUND MY CONTROL ROOM!

RIGHT THE FIRST TIME, GLOBE-HEAD! I'M NOT THE REAL SPIDER-MAN...JUST A REMARK-ABLE SIMULATION!

YOU'VE PLAYED THE OLD ILLUSION GAME WITH ME FOR SO LONG, I THOUGHT I'D RETURN THE FAVOR! AREN'T I A SWELL GUY?

VERY CLEVER, SPIDER-MAN! HOWEVER, I HAVE THIS GIRL HELPLESS IN MY GRASP... AND *MY* GUN FIRES SOME-THING QUITE A BIT MORE LETHAL THAN TRANQUILIZER DARTS!

OH, NO! YOU... YOU WOULDN'T!

WOULD YOU?

HE CERTAINLY WOULD, DEB -- BUT, HEAVEN HELP ME, I CAN'T LET HIM THINK THAT I CARE?

YEAH? SO WHAT, MYSTERIO?

THE LADY IS PARKER'S FRIEND, NOT MINE! BUT I'LL TELL YOU WHAT--

I'LL TURN OFF YOUR LITTLE HOLO-CAMERAS FOR A WHILE AND GIVE YOU A GOOD START... JUST OUT OF THE GOODNESS OF MY HEART!

THE FOOL! I HAVE AN AUXILLARY CONTROL ROOM AT THE FAR END OF THE COMPLEX. ONCE THERE, I CAN OVERRIDE THE MAIN CONTROLS --

--AND SET OFF A SELF-DESTRUCT DEVICE IN THE MASTER CONTROL ROOM!

BUT, BEFORE THEY CAN EVEN CROSS THE SOUNDSTAGE...

GOOD LORD! THAT GIANT GYRO-ASSEMBLY JUST MISSED US!

YES... BUT IS IT LIVE... OR MEMOREX?

KRASH

YOU HAVE ALL SORTS OF DANDY LITTLE TRAPS IN THIS PLACE, MYSTY... AND I'LL BET THAT NOT EVEN **YOU** CAN TELL THE REAL DANGERS FROM THE ILLUSIONS!

THAT BLASTED MANIAC KEEPS TAUNTING ME OVER THE STUDIO SOUND SYSTEMS! BUT I'LL STILL DEFEAT HIM!

I MUST! I'LL NOT GO BACK TO JAIL AGAIN!

BUT, IN THE CONTROL ROOM...

WELL, I'VE GOT HIM ON THE RUN. NOW TO MAKE SURE HE'S KEPT TOO BUSY TO THINK OF USING DEB AS A HOSTAGE!

BOY, THESE COMPUTERIZED CONTROL SYSTEMS ARE COMPLICATED, BUT I THINK I HAVE THEM PROGRAMMED PRETTY MUCH THE WAY I WANT THEM NOW!

IT'S TIME LIKE THESE WHEN I'M GLAD I MAJORED IN THE SCIENCES!

AND, SO...

SORRY! THAT'S ALL THE HEAD START YOU GET!

BUT DON'T LET IT WORRY YOU...

...'CAUSE THE FUN PART'S ABOUT TO BEGIN!

BOOGA-BOOGA!

♪HERE I COME TO SAVE THE DAY!♪

NO USE, MYSTY! THAT DOESN'T EVEN TICKLE!

BUT THEN, HE'S NOT REAL!

ONE OF US COULD BE, THOUGH-- RIGHT, MYSTY?

HE'S RIGHT, BLAST HIM! I CAN'T TAKE A CHANCE THAT... *NO!* WHAT AM I THINKING?

HE HAS TO STAY IN THE CONTROL ROOM TO OPERATE THE HOLO-GRAPHIC PROJECTORS... UNLESS HE'S PRE-PROGRAMMED THE COMPUTER SYSTEMS!

AND ONLY A SCIENTIFIC WIZARD COULD DO THAT!

SOON, IN THE CONTROL ROOM...

THAT'S FUNNY! MYSTERIO HAS SUDDENLY STOPPED SHOOTING AT MY IMAGE DOUBLES! HE'S RUNNING RIGHT THROUGH THEM!

HAS HE FREAKED OUT, OR WHAT?

HAH! THE HOLOGRAMS VANISHED AS SOON AS I STARTED IGNORING THEM! SPIDER-MAN IS UNDOUBTEDLY TRYING TO THINK OF A NEW ATTACK!

BUT IT WON'T DO HIM ANY GOOD! MY AUXILLARY CONTROL IS JUST ANOTHER SOUNDSTAGE AWAY NOW!

ITS CHAMBER IS SUPER-REINFORCED. ONCE INSIDE, I'LL SET OFF THE EXPLOSIVE CHARGES THAT ARE PLANTED IN THE COMPLEX AND BLOW IT ALL TO KINGDOM COME!

IT'S A SHAME TO LOSE THE COMPLEX, BUT WORTH IT TO DESTROY SPIDER-MAN!

I'M STILL NOT SURE EXACTLY WHAT'S GOING ON--

--BUT I'VE HEARD ENOUGH TO KNOW THAT NOTHING IS VERY REAL AROUND HERE! EVEN THOSE ALIENS WERE PHONIES!

THE ONLY THING I KNOW THAT'S REAL IS MYSTERIO...

... AND HE'S HARDLY AWARE THAT I'M HERE! I'M JUST A HOSTAGE TO HIM --SOMEONE TO BE USED AND DISCARDED!

BUT THEN, I DON'T KNOW WHY HE SHOULD TREAT ME ANY DIFFERENTLY THAN ANYONE ELSE EVER HAS!

A WELL-SPRING OF ANGER BUILDS UP IN THE YOUNG WOMAN'S HEART--

--AND YEARS OF FRUSTRATION AND RESENTMENT ARE SUDDENLY RELEASED IN ONE SAVAGE MOMENT!

KRAK

LET GO OF ME!

BLAST YOU, WOMAN! WITH MY HELMET CRACKED LIKE THIS, I CAN'T SEE!

OH! WHAT HAVE I DONE? I HAVE TO GET AWAY!

MEANWHILE, HALF A COMPLEX AWAY, A FAMILIAR FIGURE COMES SWINGING...

WAY TO GO, DEB! I SAW THAT MOVE ON THE SCREEN, JUST BEFORE I LEFT THE CONTROL ROOM!

THAT LITTLE LADY HAS MORE SPUNK THAN SHE REALIZES. NOW, IF SHE'LL ONLY DO THE SMART THING...

"...AND GET THE HECK OUT OF THERE!"

I HAVE TO HIDE... GET HELP... SOMETHING! WHAT WAS I THINKING OF?

I HAVE TO GET OUT OF SIGHT BEFORE MYSTERIO COMES AFTER ME!

HOW DARE SHE?!!

HOW DARE THAT INSIGNIFICANT LITTLE SNIP STRIKE ME! ONCE I DESTROY SPIDER-MAN, I SHALL HUNT HER DOWN AND ATTEND TO HER!

I SHALL MAKE THE REST OF HER SHORT LIFE A VERY MISERABLE ONE!

ROUNDING THE CORNER OF THE LAST SOUNDSTAGE, MYSTERIO AGAIN FINDS HIMSELF SURROUNDED BY A SCORE OF SPIDER-MEN... STRANGELY SILENT SPIDER-MEN!

WHAT? NO LIGHT PATTER THIS TIME, SPIDER-MAN?

IS IT BECAUSE YOU'VE DISCOVERED YOU CANNOT DEFEAT ME WITH MY OWN DEVICES?

OR IS IT BECAUSE YOU'VE FINALLY REALIZED THAT IT'S ONLY A MATTER OF TIME --

-- BEFORE MYSTERIO ENJOYS A FINAL VICTORY?

WHEN LAST WE FOUGHT, I SHOT YOU FULL OF ENOUGH DRUGS TO KILL AN ELEPHANT HERD!* YOU MAY HAVE SURVIVED THAT--

--BUT THIS TIME I HAVE EQUIPMENT ENOUGH TO ENSURE THAT YOU BECOME QUITE DEAD!

*AMAZING SPIDER-MAN #199.-- D.

MEANWHILE, NOT FAR AWAY...

THAT LOOKS LIKE SOME SORT OF OFFICE AHEAD! IF ONLY I CAN FIND A PHONE THERE--!

SHE DOES AND SOON...

HELLO, POLICE? YOU HAVE TO HELP ME! MYSTERIO AND A GROUP OF ALIENS HAVE KIDNAPPED ME AND MY FRIEND...

...EXCEPT THAT THEY'RE NOT REALLY ALIENS! AND SPIDER-MAN--!

WHOA! SLOW DOWN THERE, MISS! YOU SAY YOU'VE BEEN KIDNAPPED? WHERE ARE YOU?

OH, I'M NOT SURE! I WAS BROUGHT HERE BLINDFOLDED! ALL I CAN SEE OUT THE WINDOW IS WILDERNESS!

:OHHHH:

NOW, YOU JUST KEEP CALM, MISS... AND KEEP TALKIN'! WE'LL TRACE THIS CALL AND FIND YOU. SUPPOSE YOU START BY TELLIN' ME YOUR NAME!

AND, AT THE SAME MOMENT...

MYSTERIO'S TALKED HIMSELF UP INTO A REAL CONFIDENT RAGE, BUT HE'S FORGOTTEN ONE THING...

...HE'D SET UP THIS LITTLE SHOP OF HORRORS WITH MAY PARKER AND HER NEPHEW IN MIND!

NO MATTER WHAT HE SAYS, HE'S NOT REALLY PREPARED TO HANDLE THE LIKES OF SPIDER-MAN!

SURPRISE!

WHAT?!

YES, I KNOW -- IT'S TOO GOOD TO BE TRUE, BUT HERE I AM! I OWE YOU A LITTLE SOMETHING FROM OUR LAST RUN-IN, FELLA!

SO, JUST BE GLAD I'M REAL GOOD AT PULLING MY PUNCHES!

BUT, AS THE MASTER SPECIAL-EFFECTS MAN HITS THE FLOOR...

NO! YOU CAN'T DEFEAT ME THIS EASILY... NOT AGAIN! NOT AGAIN!

EVEN AS THE TRIGGER IS PULLED, PARKER'S SPIDER-SENSE WARNS HIM OF THE DANGER --AND, REFLEXIVELY, HE THROWS HIMSELF BACKWARD!

BUT THE ELECTRO-MAGNETIC DISRUPTOR BEAM WHICH RADIATES FROM MYSTERIO'S GUN, BLASTS OUT AT THE SPEED OF LIGHT--

--AND NOT EVEN SPIDER-MAN IS FAST ENOUGH TO EVADE ALL OF ITS AWFUL POWER!

FOR A MOMENT, THE STAGE IS SILENT. AND THEN...

I... HAVE BEATEN YOU, SPIDER-MAN. ONE MORE BLAST, AND YOU'RE A DEAD MAN!

YEAH? I THINK... SO?

WELL... THAT'S... WHERE YOU'RE... WRONG! YOU REALLY BLEW IT THIS TIME, MYSTERIO! THAT GUN OF YOURS PACKS A REAL WALLOP. BUT YOU DIDN'T GET ME... DIDN'T KILL ME... WITH YOUR FIRST SHOT!

I'M STILL ALIVE, MYSTERIO... AND THAT MEANS YOU'VE HAD IT!

MYSTERIO IS ALREADY BACK ON HIS FEET AND TAKING AIM, WHEN SPIDER-MAN SUDDENLY SPRINGS FORWARD-- IGNORING THE PAIN THAT RIPPLES THROUGH HIS BODY ...IGNORING THE BLINDING LIGHTS WHICH SEEM TO SPIN ABOUT HIS EYES...

...IGNORING EVERY-THING, SAVE THE FACE OF HIS ENEMY!

WHAM

WHOA! EASY THERE, SPIDEY!

I REALLY LOST MY TEMPER THAT TIME! IT'S A GOOD THING I WAS GROGGY FROM THE BLAST...

... IF I'D PUT A LITTLE MORE INTO THAT PUNCH, I MIGHT'VE BROKEN HIS NECK!

"--SOMEWHERE!"

THE POLICE OFFICER SAID TO STAY PUT, BUT I HAVE TO FIND PETER!

IF ONLY THERE WEREN'T SO MANY OF THESE SPIDER-MAN IMAGES! THEY GIVE ME THE WILLIES!

SHORTLY...

WELL, THAT TAKES CARE OF HIM... ALL WEBBED UP AND OUT OF TROUBLE AGAIN!

NOW, AT LAST, I CAN CHECK ON DEB. SHE MUST BE WANDERING AROUND HERE--

OH!

TAKE IT EASY, LITTLE LADY! I'M THE GENUINE ARTICLE, BUT I DON'T BITE!

MYSTERIO'S BEEN PUT UNDER WRAPS WITH THE REST OF HIS GOONS. THERE'S NOTHING TO BE AFRAID OF NOW!

B-B-B-BUT, MY FRIEND... PETER PARKER... I HAVE TO FIND HIM!

THE PHOTOG? HE'S ALL RIGHT! MYSTERIO JUST PUT HIM IN A HOLDING CELL!

HE'S DOWN THAT HALL... FIFTH DOOR ON THE RIGHT!

TH-THANK YOU!

DON'T MENTION IT...

...DON'T MENTION IT AT ALL! JUST GIVE ME A CHANCE TO ZIP THROUGH THE OLD VENT SYSTEM HERE AND MAKE WITH THE OLD QUICK CHANGE ROUTINE!

SOON...

PETER? PETER, ARE YOU IN THERE?

BOY, I JUST MADE THIS ONE UNDER THE WIRE!

UNGH? DEB? WHAT'RE YOU DOING HERE?

OH, PETER, MYSTERIO KIDNAPPED ME! BUT SPIDER-MAN SHOWED UP AND SAVED US ALL!

REALLY? HEY, I GUESS THAT'S ONE WE OWE HIM!

I SUPPOSE SO, BUT... HE'S... HE'S SO *WEIRD!*

YEAH... WELL, NOBODY'S PERFECT, KID. NOBODY'S PERFECT!

NEXT ISSUE: BEWARE, THE **HERO KILLERS!**

HECTOR AYALA was an ordinary child of the streets...before he found the mysterious jade amulets which transform him into a martial arts powerhouse!

Stan Lee PRESENTS: THE WHITE TIGER!

THE MENACE OF GIDEON MACE!

I CAN READ THE QUESTIONS IN YOUR EYES, TIGER... YOU WANT TO KNOW IF MY MEN AND I ARE THE ONES WHO KILLED YOUR FAMILY, DON'T YOU?

WELL, COLONEL GIDEON MACE CAN AFFORD TO BE MAGNANIMOUS TO THOSE HE HAS VANQUISHED...

...THE ANSWER IS *YES!* IN A WAY, I AM SORRY -- I ALWAYS REGRET THE LOSS OF CIVILIAN LIVES -- BUT IT WAS NECESSARY, AND IT DID HAVE THE DESIRED EFFECT!

IT BROUGHT YOU HERE... ALONE ...TO DIE!

ROGER STERN, WRITER
DENYS COWAN, PENCILER
D.HUMPHREYS, INKER
JIM NOVAK, LETTERER
C.SCHEELE, COLORIST

BUT AS THE GREY-HAIRED MILITARIST SWINGS HIS PROSTHETIC MACE DOWN HARD AT THE WHITE TIGER'S HEAD, THE NIMBLE HERO SUDDENLY TWISTS TO ONE SIDE --

--BREAKING FREE OF HIS CAPTORS' GRASP ...AVOIDING THE DEATH BLOW BY MERE CENTI-METERS!

AND THEN, IN THE BLINK OF AN EYE, HE RETALIATES!

MURDEROUS PIGS! YOU MAY HAVE TAKEN ME BEFORE--CAUGHT ME BY SURPRISE...

... BUT YOU HAVE LOST YOUR SURPRISE NOW!

BEFORE, I WAS LOST... SEARCHING, STRIVING TO FIND MY FAMILY'S KILLERS...

... BUT I AM LOST NO LONGER!

NOW, I HAVE FINALLY FOUND YOU... NOW, THERE SHALL BE NO MERCY!

EACH OF YOU SHALL KNOW THE VENGEANCE OF THE WHITE TIGER!

TWUK

MADRE DIOS! THERE ARE STILL MORE OF THEM! THE MAN MACE DID NOT CALL HIMSELF A COLONEL IN JEST...

... HE TRULY COMMANDS A SMALL ARMY OF ASSASSINS!

YES, ASSASSINS... MURDEROUS, CONSCIENCELESS MEN! STILL, THEY HESITATE... WITH THEIR LEADER TAKEN OUT OF THE FIGHT, THEY SEEM UNCERTAIN OF WHAT TO DO!

I MUST TAKE ADVANTAGE OF THEIR CONFUSION...

--AND ATTACK!

WITH ONE SWIFT, SUPPLE MOVE, THE TIGER LAUNCHES HIMSELF INTO THE MIDST OF THE ASSASSINS, SENDING THEM FLYING IN A WHIRLWIND OFFENSIVE OF MARTIAL ARTS FURY!

DON'T TAKE ANY CHANCES... GUN HIM DOWN!

BDAM

BDAM

PTOW PTANG

GUN HIM DOWN?! HOW?! HE'S WADING THROUGH OUR SMALL-ARMS FIRE LIKE IT WAS NOTHING!

SLIPPING BETWEEN THE BULLETS' PATHS, THE TIGER TEARS IN-TO THE GUNMEN LIKE A MAN POSSESSED--

--AND, CAUGHT UP IN HIS RAGE, HE CARE, LESSLY LEAVES HIM-SELF OPEN TO ATTACK!

KRAK

WUK

NO... MUST SUPPRESS MY ANGER! I MUST CONTROL IT... NOT LET IT CONTROL ME... OR ALL IS LOST!

THESE MEN ARE COLDLY EFFICIENT KILLERS... WELL TRAINED IN THEIR AWFUL WORK! I MUST BE NO LESS EFFICIENT IN MY ATTACK!

I MUST CLEAR MY MIND, AND LET THE POWER OF MY TIGER AMULETS GUIDE ME BUT... IT IS SO HARD!

THAM

I KEEP THINKING OF LAST NIGHT... WHEN I FOUND MY MOTHER AND FATHER MURDERED. I KEEP REMEMBERING HOW MY SISTER AWILDA DIED IN MY ARMS.

IF ONLY MY SECRET IDENTITY HAD NOT BECOME PUBLIC KNOW-LEDGE*... THEY WOULD NOT HAVE KNOWN WHERE TO FIND MY LOVED ONES.

*SEE ISSUE #20--D.

YET, EVEN AS HIS SOUL IS NUMBED WITH REMORSE--

--THE TIGER STILL MANAGES TO HURL HIS OPPONENT HALFWAY ACROSS THE CHAMBER, BOWLING OVER TWO MORE OF THE ASSASSINS IN THE PROCESS...

WHH

AM

...WHILE, AT HIS THROAT, THE TIGER'S JADE AMULETS SOFTLY GLOW, REASSURING AND DIRECTING HIM IN HIS ACTIONS.

BUT THEN...

WHAT'S ALL THE COMMOTION BACK...HERE?

HOLY--?

CALL OUT THE SECOND SQUAD... HURRY!

IS THERE NO END TO MACE'S ARMY?

IT IS BECOMING TOO CROWDED IN HERE...THEIR NUMBERS TOO GREAT TO OVERCOME!

WAIT...THAT WINDOW AT THE BACK OF THE ROOM! IF I CAN GET OUT THROUGH THAT...AND CARRY THE FIGHT INTO THE SHADOWS OF THE ALLEYS--

--THEN I WILL HAVE THE ROOM I NEED TO MANEUVER!

ONLY ONE OF THEM STANDS BETWEEN ME AND THE WINDOW...BUT HE SHALL NOT STAND THERE FOR LONG!

KRUNK

QUE?! THIS IS NOT A WINDOW... IT IS A FAKE! IT'S JUST AN IMAGE PAINTED BEHIND A FALSE WALL!

LIKE MY LITTLE TRAP, TIGER?

THE MASTER STRATEGIST PLANS FOR EVERY CONTINGENCY! I ANTICIPATED THAT YOU MIGHT HAVE THE POWER TO GAIN THE UPPER HAND OVER MY MEN!

THAT'S WHY I HAD THAT FALSE EXIT SET UP... SO THAT, SHOULD YOU GET FREE, I'D HAVE YOU RIGHT WHERE I'D WANT YOU!

MACE!

YOU'RE CORNERED, TIGER... TOTALLY BOXED IN! THERE'S NO WAY YOU CAN ESCAPE NOW!

BUDA-BUDA-BUDA-BUDA-BUDA

THE TIGER SPINS ABOUT, BUT PACKING CRATES BLOCK HIS WAY --

--HE TURNS TO LEAP, BUT THE CEILING IS TOO LOW! AND, FAST AS HE IS, MACE'S AUTOMATIC-RIFLE FIRE IS FASTER!

IT IS OVER IN SECONDS!

CAN YOU STILL HEAR ME TIGER? I JUST WANTED YOU TO KNOW THAT YOU PUT UP A GOOD FIGHT... WHILE YOU LASTED!

YOU PROVIDED A GOOD WORKOUT FOR MY MEN. NOW I KNOW THEIR WEAKNESSES... AND THE DRILLING WHICH WILL BE NEEDED TO HONE THEIR SKILLS FOR MY ULTIMATE MISSION...

...THE TOTAL EXTERMINATION OF EVERY SO-CALLED SUPER-HERO IN NEW YORK!

NEXT ISSUE: SPIDER-MAN... AND THE FINAL FATE OF THE WHITE TIGER! DON'T MISS...
THE HERO KILLERS!

50¢ CC

52
MAR
02199

©1981 MARVEL COMICS GROUP

TM

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

MILLER/ WACEK..

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

THIS IS HOW SATURDAY BEGINS... WITH A SCREECH OF RADIAL TIRES, AND THE SOFT THUD OF FLESH HITTING THE PAVEMENT.

FOR **PETER PARKER** --GRADUATE STUDENT, TEACHING ASSISTANT, AND PART-TIME PHOTOGRAPHER--IT'S THE BEGINNING OF A DAY HE'LL NOT SOON FORGET!

GOOD LORD! IT'S THE **WHITE TIGER!** AND HE LOOKS... **DEAD!**

THIS IS THE FIRST

DAILY BUGLE

THE DAY OF THE HERO KILLERS!

ROGER STERN WRITER / RICK LEONARDI PENCILER / JIM MOONEY INKER / JIM NOVAK LETTERER / BEN SEAN COLORIST / DENNY O'NEIL EDITOR / JIM SHOOTER EDITOR-IN-CHIEF

NO, THERE'S A PULSE, A WEAK ONE... BUT IT'S THERE!

SOMEBODY CALL AN AMBULANCE --QUICK!

THAT SEDAN IS GETTING AWAY! I HAVE TO GET OUT OF THIS CROWD, AND TRY TO CATCH IT!

EXCUSE ME, PLEASE... LET ME THROUGH!

BLAST IT, I'M TOO LATE! IT'S GETTING AWAY IN THE TRAFFIC, ANOTHER SECOND AND IT'LL BE OUT OF SIGHT!

I COULD CHANGE TO SPIDER-MAN AND TRY TO CATCH UP WITH IT, BUT THERE'S NO GUARANTEE THAT I'D FIND IT-- AND THE TIGER MAY NEED ME!

I'D BETTER SNAG IT WITH ONE OF MY SPIDER-TRACERS. THEN, I CAN TRACK IT DOWN LATER!

FROM BENEATH HIS BELT, PETER LATCHES ONTO ONE OF THE TINY ELECTRONIC BUGS, AND HURLS IT AT THE RAPIDLY DISAPPEARING VEHICLE--

--HITTING ITS RIGHT REAR FENDER WITH UNERRING ACCURACY!

THOOP

OH, FINE! THE CROWD'S GROWN EVEN THICKER AROUND THE TIGER. AND I'LL BET ANYTHING THAT ALL THEY'RE DOING IS STANDING AND STARING!

I MIGHT AS WELL PULL OFF HIS MASK. EVERY-ONE KNOWS WHO THE TIGER IS, AFTER ALL,* AND GETTING THE CLOTH OFF HIS FACE MIGHT HELP HIM TO BREATH!

PLEASE... MOVE BACK AND GIVE THE MAN SOME AIR! DID ANYONE CALL AN AMBULANCE?

I-I DID. IS HE GOING TO LIVE?

I DON'T KNOW, LADY. I... JUST DON'T KNOW.

*THE WHITE TIGER'S SECRET IDENTITY, **HECTOR AYALA**, WAS REVEALED ON LOCAL TV IN ISSUE #20.-- DENNY.

SUDDENLY, FROM THE REAR OF THE CROWD, COMES A FAMILIAR, BLUSTERY VOICE...
WHAT IN BLAZES IS GOING ON HERE?
A DUDE'S BEEN SHOT, MAN.
I'M... RIGHT HERE, JONAH.
RIGHT IN FRONT OF THE BUGLE? WHERE'S THAT PARKER WHEN YOU NEED HIM?
WHAT?! LET ME THROUGH! C'MON, ROBBIE! THIS IS NEWS!
EASY, JONAH, DON'T JOSTLE THE READER-SHIP!
WATCH YER SHOVIN', MAC! WHO DO YA THINK YA ARE?
WHO AM I? I'M J. JONAH JAMESON, THAT'S WHO... I PUBLISH THE DAILY BUGLE!
OH, YEAH? IN THAT CASE, YA GOT MY SYMPATHY!
BAH! EVERYONE'S A SIDEWALK CRITIC! PARKER! DID YOU GET ANY...
...PICTURES? OH... MY... LORD.
JONAH, IF YOU WANT TO RUN PICTURES OF THIS, YOU CAN FIND YOURSELF ANOTHER CITY EDITOR!
NO, WE'D NEVER... THAT IS, I HAD NO IDEA--!
H-HE'S DYING, JONAH!
I KNOW HIM...I KNOW HECTOR AYALA, AND HE'S DYING. AND THERE'S NOTHING I CAN DO ABOUT IT.
NOT ONE BLASTED THING!
WEEOOO
D79
GET AHOLD OF YOURSELF, SON. IT'S ROUGH ...I KNOW.
I'VE BEEN IN THE NEWSPAPER BUSINESS A LONG TIME, AND I'VE SEEN A LOT OF ROUGH STUFF... MOST OF IT SENSE-LESS.
HIS HEARTBEAT'S REAL WEAK, AND HE'S LOST A LOT OF BLOOD! RADIO EMER-GENCY TO BE READY AND GET ME AN I-V!

TAKE IT EASY WITH HIM, EDDIE! WITH THE SHAPE HE'S IN...

YEAH, I KNOW WHAT YA MEAN. I HOPE THE TRAFFIC'S LIGHT. OTHERWISE, THIS GUY MIGHT NOT MAKE IT!

HEY, WAIT! I'M COMING WITH YOU!

HUH? HEY WE CAN'T--!

LOOK, THIS IS STRAIGHT! WE WENT TO COLLEGE TOGETHER... AT E.S.U. AND BESIDES, I'M A WITNESS!

-ANCE

WELL... OKAY. HOP IN.

WITHIN SECONDS, THE AMBULANCE STREAKS OFF THROUGH THE MAN-MADE CANYONS OF NEW YORK CITY, LEAVING BEHIND A RAPIDLY DISPERSING CROWD...

WEEEOOO

YOU'RE UNUSUALLY QUIET, JONAH!

EH? OH, I WAS JUST THINKING, ROBBIE. YOU KNOW, I'VE NEVER LIKED THESE SO-CALLED *SUPER HEROES.*

JONAH, YOU'VE PRACTICALLY MADE A CAREER OUT OF DISLIKING THEM!

I'VE HAD GOOD CAUSE, ROBBIE! IT'S TOO EASY FOR SOME OF THESE COSTUMED TYPES, WITH ALL THEIR STRANGE POWERS, TO TAKE THE LAW INTO THEIR OWN HANDS. THAT MAKES THEM MENACES IN MY BOOK!

BUT WHEN I SEE A YOUNG MAN WHO'S BEEN SHOT UP LIKE THAT, I... WELL, I JUST DON'T KNOW. COME ON...

...WE'VE GOT A PAPER TO GET OUT

DAILY BUGLE

JOE ROBERTSON MERELY NODS, REALIZING THAT HIS BOSS HAS JUST COME VERY CLOSE TO ADMITTING THAT HE COULD BE WRONG...

...AND KNOWING, SADLY, THAT IT IS PROBABLY AS CLOSE AS JONAH WILL EVER GET.

MEANWHILE, IN THE SPEEDING AMBULANCE...

I'VE LOST SO MANY FRIENDS, SO MANY LOVED ONES TO MURDERERS... UNCLE BEN... CAPTAIN STACY... GWEN. I PRAY I'M NOT ABOUT TO LOSE ANOTHER.

WHO COULD HAVE DONE THIS TO THE TIGER? AND WHAT DID THE NOTE, PINNED TO HIS CHEST, MEAN... "THIS IS THE FIRST." WHO'S NEXT?

:UNGHH:

HECTOR! IT'S ME, PETER PARKER! TAKE IT EASY, AMIGO, WE'RE TAKING YOU TO THE HOSPITAL!

PETER?

YES. YOU'RE GOING TO MAKE IT, MAN! HANG IN THERE!

HECTOR, WHO DID THIS TO YOU?

L-LONG STORY. TWO NIGHTS AGO...

"...I CAME HOME... AND FOUND MY FAMILY MURDERED. DEAD... ALL DEAD.

"I USED THE POWER OF ...MY AMULETS... TO BECOME THE WHITE TIGER... TO TRACK DOWN THE KILLERS. LAST NIGHT... I FOUND THEM--

"--JUST LIKE THEY WANTED ME TO. IT WAS ALL A TRAP... PART OF A MASTER-PLAN TO KILL ME. I... FOUGHT MY WAY THROUGH A SMALL ARMY BEFORE ITS LEADER, GIDEON MACE, GUNNED ME DOWN. HE'S...

...CRAZY. WANTS TO KILL ALL THE HEROES... I WAS... JUST ...FIRST :

HECTOR!

THE REMAINING SECONDS ARE SPENT IN STONY SILENCE, AS THE AMBULANCE BARRELS ITS WAY TOWARDS THIS ISLAND OF MERCY.

ANCE

BELLEVUE

EMERGENCY

AND THEN...

GET HIM INTO PRE-OP, ON THE DOUBLE!

EMERGENCY

YOU HEARD THE MAN, LET'S MOVE!

THE EMERGENCY ROOM OF BELLEVUE HOSPITAL IS NO STRANGER TO GUNSHOT VICTIMS, BUT RARELY HAS IT RECEIVED ONE IN THIS CONDITION WHO WAS STILL ALIVE!

IT WAS A LIGHT BROWN SEDAN, OFFICER. I DIDN'T GET THE LICENSE NUMBER, BUT THEY WERE OUT OF STATE PLATES... THE LAST NUMBER WAS FIVE!

MMMM... PROBABLY STOLEN, ANYWAY!

PREP THIS MAN AS FAST AS YOU CAN ...AND PUT THIS NECKLACE WITH HIS EFFECTS!

HOLD IT!

YOU TAKE THOSE TRINKETS OFF'A THE TIGER, AN' YOU'LL BE SIGNIN' HIS DEATH WARRANT!

WHAT?! WHO--?

IT'S BLACKBYRD! I HAVEN'T SEEN HIM IN MONTHS!*

*NOT SINCE ISSUE #10, TO BE EXACT -- DENNY.

THE NAME'S BYRD... NATHANIAL ALEXANDER BYRD. I'M A PRIVATE DETECTIVE, AN' THE TIGER'S A FRIEND OF MINE.

HE GETS HIS POWERS FROM THOSE CHUNKS OF JADE SOMEHOW, AND WITHOUT 'EM, HE GETS SICK... JUST LIKE A JUNKIE GOIN' COLD TURKEY.

THE SHAPE HE'S IN NOW, I DON'T THINK HE'D LIVE THROUGH SOMETHIN' LIKE THAT!

THE STARTLED DOCTOR TAKES A STEP BACK, AND LETS THE AMULETS LIE.

WELL, NOTHING MORE I CAN DO HERE. WE CAN ONLY PUT OUT AN A.P.B. ON THE CAR AND HOPE FOR THE BEST.

PARDON ME, MR. BYRD, BUT I'M PETER PARKER, AND--!

THAT'S A NICE CAMERA, BRO'. YOU WITH THE PAPERS?

YES, I WORK FOR THE *BUGLE* AND...

WELL, I'VE GOT ONE BASIC RULE... I DON'T TALK TO THE PRESS,

B-BUT--!

SORRY. I DON'T MAKE EXCEPTIONS!

BOY, THAT WAS STUPID! I DON'T KNOW WHY I THOUGHT BYRD WOULD BE COOPERATIVE WITH PETER PARKER.

I HAD A HARD ENOUGH TIME GETTING INFO OUT OF HIM AS SPIDER-MAN!*

*IN ISSUE #9.--D.

HOWEVER...

... BLACKBYRD DID FINALLY HIT IT OFF WITH SPIDER-MAN! SO--

--IF HARLEM'S ANSWER TO KOJAK WON'T TALK TO PETER PARKER, THEN I'LL JUST BECOME SOMEONE WHO HE WILL TALK TO!

AT LEAST, I *HOPE* HE WILL. I'D HATE TO THINK THAT I'M CHANGING CLOTHES FOR NOTHING!

SHORTLY, IN THE EMERGENCY OPERATING ROOM...

MORE SUCTION.

THAT'S THE FIFTH SLUG THEY'VE DUG OUTTA THE TIGER AND THEY'VE JUST STARTED!

C'MON, HECTOR! DON'T DIE ON ME NOW!

HOW'S HE DOING, BLACKBYRD?

HUH? WHO THE DEVIL--? OH, IT'S YOU!

WHO'D YOU EXPECT, GASPAR THE WONDER PUPPY?

SORRY, THIS REALLY ISN'T THE TIME FOR SNAPPY PATTER, IS IT?

WE NEED TO TALK, BYRD!

I'M NOT TALKIN' TO ANYONE WHO'S HANGIN' UPSIDE-DOWN!

OKAY, DOWN TO EARTH IT IS, THEN!

I NEED SOME INFO. I WANT TO GET THE GUY WHO DID THIS TO HECTOR.

YOU AIN'T THE ONLY ONE, OKAY...

...BUT LET'S TALK OUTSIDE, AWAY FROM ALL THE RUBBERNECKS!

SUITS ME. I RAN INTO A BUDDY OF MINE ON THE WAY HERE... A PHOTOG NAME OF PARKER.

HE TOLD ME YOU WOULDN'T GIVE HIM THE TIME OF DAY.

HE TOLD YOU RIGHT.

IT'S TOO BAD YOU DIDN'T LISTEN TO HIM. HE'S A PAL OF HECTOR'S, TOO. AND HE HEARD HECTOR SAY WHO SHOT HIM... A GUY CALLED GIDEON MACE.

MACE, HUH?

YOU'VE HEARD OF HIM?

YEAH, HE FOUGHT ***POWER MAN*** A COUPLE'A TIMES. HE'S AN EX-ARMY COLONEL... REAL SECTION-8 MATERIAL. I HEARD HE WAS KILLED.

OBVIOUSLY, YOU HEARD WRONG. WISH ME LUCK.

LUCK?! YOU'LL NEED MORE THAN THAT!

I ALREADY HAVE MORE THAN LUCK GOING FOR ME. SOMEWHERE OUT THERE IS A LITTLE OLD SPIDEY-TRACER, FAITHFULLY PUTTING OUT A MILD ELECTRONIC SIGNAL.

IF I SWING BACK AND FORTH OVER THE CITY, SOONER OR LATER MY SPIDER-SENSE WILL PICK UP ON ITS BUZZ. THEN WE'LL JUST SEE HOW TOUGH THIS MACE CHARACTER IS!

BUT AS MINUTES OF SEARCHING TURN TO HOURS...

NOTHING. I CAN'T FIGURE IT OUT. BUT NOW THAT I THINK OF IT, WHAT IF THEY DROVE THE SEDAN OUT TO THE JERSEY MEADOWS AND ABANDONED IT?

NO, I CAN'T GIVE UP HOPE. I HAVE TO FIND MACE AND HIS BOYS AND NAIL THEM FOR HECTOR. HE'D DO THE SAME FOR ME.

WHOA-HO, NELLIE! THERE'S THAT OLD FAMILIAR BUZZ NOW! I MUST BE JUST ABOUT ON TOP OF MY TRACER! THE SIGNAL SEEMS TO BE COMING...

...FROM OVER THERE.

HUH?! THE OTHER SIDE OF THAT ROOFTOP? THAT'S CRAZY... HOW WOULD THEY GET A SEDAN UP THERE?

OH, NO!

COO-COO-COO!

THAT PIGEON... IT'S THE ONE I ACCIDENTALLY SNAGGED WITH A TRACER LAST WEEK!*

*ISSUE #49.-- D.

COO?

SORRY ABOUT THE TAIL-FEATHERS, KIDDO, BUT THESE THINGS ARE EXPENSIVE!

THIS IS A FINE MESS. I'VE SPENT ALL THIS TIME SEARCHING, AND ALL I'VE GOTTEN FOR MY TROUBLES IS THE BIRD!

I HAVE TO RE-DOUBLE MY EF-FORTS. THE TIGER MAY BE DYING ON THAT OPERATING TABLE... AND I'M GONNA GET THE GUY WHO DID IT!

BUT, AS NIGHT FALLS OVER THE CITY, THE ELECTRONIC TRAIL WHICH SPIDER-MAN SO DESPERATELY SEARCHES FOR IS ABOUT TO COME TO AN ABRUPT END... AT THIS AUTO-SALVAGE YARD IN BROOKLYN.

WE HAVE ARRIVED AT THE DESIGNATED SECTOR. YOU CAN INFORM THE COLONEL THAT DISPOSAL OF THE VEHICLE IS COMMENCING. OVER AND OUT!

YOU TWO STAND GUARD, I'LL HANDLE THE CRANE MYSELF.

WHATEVER YOU SAY, LIEUTENANT.

THE TWO SOLDIERS STAND BY AS THE ELECTROMAGNETIC CRANE LATCHES ON-TO THE SEDAN AND LIFTS IT HIGH INTO THE AIR.

I DUNNO, ROUSH, I THINK THIS IS THE WASTE OF A GOOD CAR.

WE'RE NOT GETTING PAID TO THINK, MYERS... JUST TO FOLLOW ORDERS. WHY DON'T YOU RE-LAX? LOOK AT IT THIS WAY...

"... EVEN IF WE REPAINTED THE CAR, AND CHANGED THE LICENSE PLATES, THERE'S ALWAYS A CHANCE THAT SOMEONE MIGHT FIND SOME CRAZY WAY OF TRACING THE SEDAN BACK TO US."

BUT THERE'S ABSO-LUTELY NO WAY ANY-ONE CAN TRACE A CUBE OF SCRAP METAL!

CRUNCH

YEAH, I GUESS YOU'RE RIGHT. BUT I STILL SAY THE COLONEL'S SEEN *GOLDFINGER* ONE TOO MANY TIMES!

THEN, SUDDENLY...

HUH? WHAT THE DEVIL IS THAT?!

THE SPIDER-SIGNAL! IT'S SPIDER-MAN-- HE'S ON TO US!

HE MUST BE UP THERE! SHOOT! SHOOT TO KILL!

PTOW! TOW-TOW!

"SHOOT TO KILL," HUH? WELL, IF YOU BOYS INSIST ON PLAYING SOLDIER, THEN I HOPE YOU DON'T MIND IF I GO IN FOR A LITTLE FLANKING MANEUVER!

WHAT? STILL STANDING? THOSE G.I. HELMETS MUST BE PRETTY GOOD ... TOO BAD THEY DON'T COVER THE JAW!

I'M GLAD I FOUND THIS PLACE BEFORE THEY PULPED MY SPIDER-TRACER IN THAT COMPACTOR...

... AND EVEN GLADDER THAT I HAD THE FORE-SIGHT TO DETACH MY SPIDER-SIGNAL LIGHT FROM MY BELT, AND WEB IT UP THERE ON THAT PILE OF JUNKERS!

DODGING M-16 FIRE IS NO FUN AT ALL!

BUT, IN THE CAB OF THE CRANE...

DISPOSAL CREW TO BASE! WE ARE UNDER ATTACK... REPEAT: ***WE ARE UNDER ATTACK!***

MEANWHILE, AT MACE'S SECRET HEADQUARTERS...

WE'LL HAVE TO TAKE SPECIAL PRECAUTIONS WITH POWER MAN-- HIS SKIN RESISTS REGULAR ARMS FIRE. BUT I WANT HIM DEAD AND SOON. I HAVE A PERSONAL INTEREST IN KILLING HIM.

AND IN ADDITION, BOTH THE ***MAGGIA*** AND THE ***HALWANI FREEDOM FRONT*** HAVE INVESTED IN OUR EFFORTS TOWARDS HIS DEMISE.

SIR! WE'RE GETTING A DISTRESS SIGNAL FROM THE DISPOSAL CREW!

PLUG IT THROUGH THE SPEAKER, SOLDIER! THE COLONEL WILL WANT TO HEAR THIS!

I REPEAT: ***SPIDER-MAN*** HAS FOUND US! HE'S ALREADY K.O.ED MYERS AND ROUSH, AND HE'S COMING FOR...

:WUDD:

:SMAK:

:OHFF!:

OKAY, SOLDIER-BOY, YOU'LL NOTICE THAT YOU'RE STILL CONSCIOUS. THAT'S PARTLY BECAUSE I'M A REAL SWEET-HEART OF A GUY--

-- BUT MOSTLY BECAUSE I FIGURE AN OFFICER LIKE YOURSELF COULD BEST TELL ME WHERE TO FIND YOUR LEADER! RIGHT?

J-J-JOHNSON, HAROLD R. LIEUTENANT... 0317-54-0811.

DON'T GIVE ME THAT NAME, RANK, AND SERIAL NUMBER STUFF. THIS ISN'T A WAR.

OH, BUT IT IS, SPIDER-MAN!

WHO?!

I BELIEVE YOU'RE LOOKING FOR ME. THE NAME IS MACE... COLONEL GIDEON MACE, RETIRED.

YOU MIGHT BE INTERESTED IN LEARNING THAT I'VE DECLARED WAR ON YOUR KIND... NEW YORK'S SUPER HEROES. IT'S REALLY QUITE ASTOUNDING JUST HOW MANY ILLICIT ORGANIZATIONS WERE WILLING TO FUND MY NEW ARMY!

YEAH, I'LL BET! LISTEN, MACE, I DON'T KNOW YOU FROM ADAM -- BUT YOU SHOT UP A FRIEND OF MINE, AND THAT MAKES THIS "WAR" OF YOURS A PERSONAL THING WITH ME!

DOES IT NOW?

YOU'RE DARNED RIGHT IT DOES. BESIDES, IF YOU'RE SERIOUS ABOUT YOUR LITTLE DECLARATION OF WAR, I DOUBT THAT I COULD STAY OUT OF THIS FOR LONG!

IF BY THAT, YOU MEAN THAT YOU MIGHT BE A FUTURE TARGET, YOU'RE QUITE CORRECT.

AS TO THE STATE OF MY SANITY... THAT IS FOR HISTORY TO DECIDE. BUT, SINCE YOU SEEM SO EAGER TO CONFRONT ME, I SHALL MAKE IT EASIER FOR YOU!

YOU CAN FIND ME AT THE EASTSIDE NATIONAL GUARD ARMORY IN MANHATTAN.

OVER AND OUT!

WHY, THAT MILITARISTIC SICKO--!

YOU WANT A WAR, MACE? OKAY, I'LL GIVE YOU ONE!

MEANWHILE, BACK AT MACE'S HEADQUARTERS...

UH, SIR? ARE YOU SURE IT WAS WISE TO GIVE AWAY OUR LOCATION? SUPPOSE HE GOES TO THE AUTHOR-ITIES?

NOT SPIDER-MAN ... THAT'S NOT HIS STYLE. I HAD A PSYCHOLOGICAL PROFILE RUN ON HIM... HE'S A LONER BY NATURE.

BESIDES, THIS IS JUST THE SORT OF CHALLENGE THE MEN NEED.

RED ALERT! WE ARE UNDER EMERGENCY BATTLE CONDITIONS! OPERATIONS BAKER THROUGH FOX ARE SCRAPPED... WE CAN EXPECT AN ATTACK BY SPIDER-MAN WITHIN THE NEXT 15-TO-30 MINUTES! REPEAT: RED ALERT!

SERGEANT--

--READY THE SMALL-FIELD ARTILLERY AND ACTIVATE THE MINES WE PLANTED IN THE SURROUNDING STREETS!

I'M AFRAID WE WON'T HAVE TIME TO EVACUATE THE CIVILIANS FROM THE AREA. UNFORTUNATE... BUT THEN, WAR *IS* HELL!

AT THAT MOMENT, IN BELLEVUE'S EMERGENCY O.R. ...

THAT'S THE SEVENTH BULLET I'VE REMOVED... AND I SEE ANOTHER VERY CLOSE TO A MAJOR ARTERY!

I CAN'T BELIEVE THIS MAN IS STILL ALIVE!

IT'S ALMOST AS IF HE WAS DRAWING THE POWER TO LIVE FROM SOME OUT-SIDE SOURCE.

AND, AS THE SURGEON RETURNS TO HIS WORK, THE THREE JADE AMULETS HIGH ON THE TIGER'S CHEST SEEM TO STRANGELY GLOW.

SHORTLY, ON A ROOFTOP IN MANHATTAN'S KIP BAY AREA...

WELL, THERE IT IS. I CAN HARDLY BELIEVE THAT MACE HAS ACTUALLY TAKEN OVER A NATIONAL GUARD ARMORY. HE COULD HAVE BEEN BLUFFING... SENDING ME ON A WILD GOOSE CHASE!

STILL, THOSE GOONS OF HIS WERE WEARING STANDARD ARMY ISSUE GEAR, AND AN ARMORY IS ONE PLACE WHERE THEY COULD HIDE IN PLAIN SIGHT.

WELL, NO USE IN PROLONGING THE SUSPENSE!

MACE PROBABLY EXPECTS ME TO ATTACK FROM THE ROOFTOPS. I THINK I'LL JUST SURPRISE HIM, AND WALTZ IN THROUGH THE FRONT DOOR.

BUT, AS SPIDER-MAN DROPS EARTHWARD...

WHOA! MY SPIDER-SENSE IS GOING OFF LIKE A FOUR-ALARM FIRE!

THERE'S SOME BIG DANGER LURKING RIGHT ABOUT WHERE I'M ABOUT TO LAND!

UTILIZING HIS AMAZING ACROBATIC PROWESS, SPIDER-MAN REFLEXIVELY TWISTS HIS BODY ABOUT IN A LIGHTNING-FAST SOMERSAULT--

--WHICH CARRIES HIM SEVERAL FEET AWAY FROM THE POINT WHERE HE WOULD HAVE LANDED.

THE DANGER SIGNAL SEEMS TO POINT TO THAT NEWLY PATCHED SECTION OF THE STREET.

BUT HOW COULD A RECENTLY FILLED POTHOLE BE DANGEROUS, UNLESS...

...MACE HAD IT FILLED WITH SOMETHING EXPLOSIVE!

NAW... HE COULDN'T BE *THAT* CRAZY... COULD HE?

WELL, THERE'S ONE WAY TO FIND OUT. THIS CHUNK OF SIDEWALK SHOULD DO THE TRICK.

WARILY, SPIDER-MAN APPROACHES THE NEWLY-PAVED SECTION OF THE STREET, AND, AS HE MOVES, HE IS CLOSELY WATCHED--

--BY A ROOFTOP SENTRY WITH AN INFRARED SNOOPER-SCOPE.

THIS MAY BE A BONE-HEADED MOVE, BUT IF THERE IS AN EXPLOSIVE IN THE STREET--

--I'M NOT GOING TO LEAVE IT THERE FOR SOME CAR OR PEDESTRIAN TO TOUCH OFF! BESIDES, WITH MY SPEED, I OUGHT TO BE ABLE TO DUCK ANY--

"-- EXPLOSION!"

KABOOM

LOOKOUT ONE TO H.Q. HEAR THAT? WELL, SPIDER-MAN JUST BLEW HIMSELF TO SMITHEREENS!

WHAT? SAY AGAIN.

I SAID... SPIDER-MAN JUST BLEW HIMSELF TO SMITHEREENS!

FOR A MINUTE, IT SEEMED LIKE HE DETECTED ONE OF OUR MINES. BUT THEN, HE THREW SOMETHING AT IT ... DELIBERATELY BLEW IT! THERE'S NOTHING LEFT OF HIM!

I DON'T BELIEVE IT! MY SOURCES SAID HE WAS RECKLESS, BUT NOT STUPID! WE COULDN'T HAVE KILLED HIM SO EASILY!

DEACTIVATE THE REMAINING MINES... THAT EXPLOSION WILL UNDOUBTEDLY ATTRACT THE AUTHORITIES, AND I DON'T WANT TO RISK OPEN COMBAT WITH THE N.Y.P.D. JUST YET.

THE MANNER IN WHICH THE MINE WAS PLANTED SHOULD CONVINCE THEM THAT IT WAS A SIMPLE GAS MAIN EXPLOSION.

MEANWHILE REMAIN ON RED ALERT. THIS COULD BE A TRICK.

YOU HEARD THE COLONEL! GET BACK TO YOUR POSITIONS!

SILENTLY, OBEDIENTLY, MACE'S PRIVATE ARMY RESUMES A STATE OF BATTLE-READINESS.

FROM THE ROOFTOPS TO THE GROUND-LEVEL TURRETS THEY STAND BY, AS PREPARED AS ANY CRACK SPECIAL FORCES UNIT. THEY'RE ON ALERT FOR AN ATTACK FROM ANY DIRECTION...

...EXCEPT ONE!

KER

RAK

FROM THE VERY MIDST OF THE GROUND LEVEL TROOPS, THE ARMORY FLOOR SUDDENLY ERUPTS!

HUH?

CRIMENY!

IT'S... SPIDER-MAN!

RIGHT THE FIRST TIME! AND I'M HERE TO SETTLE THE SCORE FOR THE WHITE TIGER! SO TRY SOMETHING...JUST TRY!

AS IF I NEED TO CHALLENGE THEM! ANOTHER SECOND, AND THEY'LL ALL HAVE ME IN THEIR SIGHTS!

BUT THEN, A SECOND IS ALL THE TIME I NEED!

WITH A SINGLE BOUND, SPIDER-MAN SPRINGS UP TOWARDS THE RAFTERS OF THE CAVERNOUS ARMORY--

SO THAT THE ONLY ONES CAUGHT IN THE WITHERING CROSSFIRE ARE MACE'S MEN THEMSELVES!

CEASE FIRE! CEASE--

BOY, THAT DIDN'T LAST LONG! THEY'LL RECOVER, THOUGH... I NOTICED THEY WERE ALL WEARING FLAK VESTS. THE WORST THEY'LL SUFFER ARE SOME BROKEN RIBS!

FUNNY... I CAN STILL FIND IT IN MYSELF TO FEEL SORRY FOR THEM, EVEN AFTER WHAT THEY DID TO THE TIGER AND HIS FAMILY.

THAT'S WHAT SEPARATES ME FROM THEM, I GUESS.

YEOW! FLAMETHROWERS! THESE GUYS JUST AREN'T *PLAYING* SOLDIER... THEY'RE REALLY FIGHTING THIS THING LIKE A WAR!

THAT'S IT! *BURN HIM DOWN!*

IT'S LIKE FIGHTING THE PUNISHER* IN REVERSE, EXCEPT THAT THERE'S A WHOLE COMPANY OF THESE GUYS... AND NONE OF THEM ARE QUITE IN THE PUNISHER'S LEAGUE.

NO! W-WE'LL BE KILLED!

*THE EX-MARINE WHO FIGHTS A ONE-MAN WAR AGAINST CRIME.-- DENNY.

NOT QUITE GUYS, BUT THE FALL SHOULD KNOCK THE WIND OUT OF YOU!

THWUMP

NOW WHAT?! *HOWITZERS?*

I DON'T BELIEVE THIS! WHAT'RE THEY GOING TO USE NEXT... TANKS?

WHAT AM I THINKING? THIS IS AN ARMORY-- THEY JUST MIGHT HAVE ONE!

SPOW

SLAM

THAT BEING THE CASE, I'D BETTER ELIMINATE AS MANY OF THESE GUYS--

--WHILE I STILL HAVE A CHANCE!

--AS FAST AS I CAN, AND FIND MACE--

THOK

SPRINGING UP OVER THE FIRST CANNON, SPIDER-MAN DIVES OVER THE SECOND, FLATTENING ITS GUNNERS IN AN INSTANT--

CHUNK

WHUNK

--BEFORE AGAIN SPRINGING THIRTY FEET STRAIGHT UP AND ONTO THE BALCONY OVERLOOK.

THAT TAKES CARE OF THE LAST OF THE SOLDIERS ON THE ARMORY FLOOR, THIS IS THE ONLY PLACE LEFT TO CHECK!

AN' THE OL' SPIDER-SENSE IS TINGLING-- WHICH MEANS THERE'S DANGER WAITING FOR ME!

ONCE AGAIN PUTTING HIS TRUST IN HIS BIZARRE PRE-COGNITIVE WARNING SYSTEM, SPIDER-MAN FALLS FLAT AS HE DIVES THROUGH THE DOORWAY, DUCKING UNDER THE AUTOMATIC RIFLE FIRE OF MACE'S AIDES--

-- EVEN AS HE SWINGS BACK WITH A PAIR OF KIDNEY PUNCHES!

AND THEN, HE IS AT LAST FACE-TO-FACE WITH HIS QUARRY...

LET ME TAKE A WILD GUESS... YOU'RE MACE, RIGHT?

YOU LIVE UP TO YOUR REPUTATION FOR BOTH SKILL AND SARCASM, SPIDER-MAN! TOO BAD THAT NEITHER WILL DO YOU ANY GOOD!

YOU LIVE UP TO YOUR REP, TOO, MACE! YOU'RE ABSOLUTELY CRAZY TO THINK THAT I'D GIVE YOU A CHANCE TO USE THAT GUN!

SMAK

IMPUDENT FOOL! I DON'T NEED MY SERVICE REVOLVER TO HANDLE YOU!

SAYS YOU!

OAK-KOOM

BAH! YOUR HIGHLY PUBLICIZED SPEED HAS SPARED YOU FROM ONE BLOW OF MY MACE-HAND, BUT YOU CAN'T EVADE ME FOREVER!

WANNA BET, MACEY? IF THREATS LIKE THAT CAME TRUE, I'D HAVE BEEN DEAD YEARS AGO!

YOU'LL DIE YET!

YEAH, I PROBABLY WILL SOMEDAY ...I HEAR IT HAPPENS TO EVERY-ONE EVENTUALLY! BUT I DON'T THINK I'M READY TO CASH IN TODAY...

...ESPECIALLY AT THE HAND OF A MILITARY MENTAL CASE!

IDIOT! YOU'RE JUST LIKE ALL THE REST!

I SHOULD HAVE MADE GENERAL... BUT THE JOINT CHIEFS WERE JEALOUS OF MY ABILITIES, MY LEADER-SHIP CABABILITIES, MY MIND FOR STRATEGY!

FTOOM

THEY TRIED TO USE MY DISABILITY AS AN EXCUSE TO MUSTER ME OUT, BUT I SAW THROUGH THEIR PLOY!

KRUSH

THEM AND THEIR NEW VOLUNTEER ARMY... PHAH! THE RESOURCES I'VE CALLED UPON, THE MEN I'VE ASSEM-BLED COULD OVERCOME THEIR FORCES IN A MATTER OF WEEKS!

AND ONE DAY, I WILL SEE TO IT THAT JUST SUCH A THING HAPPENS!

OH, JUST LIKE YOU'RE GOING TO WIPE OUT ALL OF US COSTUMED TYPES?

WELL, IN THAT CASE, HOW IS IT THAT YOU'VE JUST LOST? PRIDE? OVER-CONFIDENCE?

OR MAYBE YOUR MASTER STRATEGY IS JUST ANOTHER FANTASY!

YOU THINK ME DEFEATED? THAT'S WHERE YOU'RE WRONG! WHILE I'VE KEPT YOU BUSY--

--MY AIDES HAVE HAD TIME TO RECOVER!

SO WHAT? MACE, IN CASE YOU HAVEN'T NOTICED, THEY'D HAVE TO SHOOT YOU TO SHOOT ME!

PRECISELY! IN A WAR, THE GOOD SOLDIER IS ALWAYS PREPARED TO SUFFER THE OCCASIONAL SACRIFICE!

MY SAFETY DOESN'T MATTER! GET SPIDER-MAN... FIRE! FIRE!

GOOD GRIEF! HE'S GONE TOTALLY OVER THE EDGE! AND THEY'RE GOING TO--!

CONDITIONED TO UNQUESTIONINGLY OBEY THEIR COMMANDING OFFICER, THE AIDES OPEN FIRE.

SIMULTANEOUSLY, SPIDER-MAN REFLEXIVELY DROPS TO THE FLOOR OUT OF HARM'S WAY!

AND THEN, AS GIDEON MACE CRUMPLES TO THE FLOOR, OUT OF HARM'S WAY.

YOU... IDIOTS!

ARE YOU AS MAD AS HE WAS? THERE'LL BE NO MORE KILLING TONIGHT, DO YOU HEAR?

NO MORE KILLING!

SO GREAT IS HIS SPEED, SO POWERFUL HIS SWING, SO INTENSE HIS ANGER, THAT HE SLAPS BOTH MEN UNCONSCIOUS BEFORE EITHER CAN SQUEEZE OFF ANOTHER ROUND.

MINUTES STREAK BY, AS SIRENS PIERCE THE NIGHT AIR, SIGNALING THE ARRIVAL OF YET ANOTHER AMBULANCE AT BELLEVUE'S EMERGENCY ROOM...

HE HAD HIS OWN MEN SHOOT HIM? THAT'S CRAZY!

WELL, THAT'S WHAT THE REPORT SAYS

MAN, WHENEVER I THINK I'VE HEARD 'EM ALL SOME NEW INSANITY COMES ALONG.

WHEEL 'IM INTO PRE-OP!

AND, AS THE BULLET-RIDDEN GIDEON MACE IS RUSHED DOWN THE HALL, PETER PARKER ONCE MORE EMERGES ON THE SCENE.

WHAT A SAD CASE!

DESPITE WHAT HE'S DONE, I CAN'T FIND IT IN MYSELF TO HATE MACE.

THE ONLY FEELING I CAN DREDGE UP FOR HIM IS ... PITY. I PROBABLY SHOULD GET SOME PICTURES, BUT I JUST CAN'T.

LET SOME SCANDAL SHEET SNAP SHOTS OF THE "FALLEN SOLDIER."

AND SO, AS ONE MAN IS FINALLY WHEELED OUT OF THE OPERATING ROOM, THE MAN WHO PUT HIM THERE IS WHEELED IN.

HEY, PARKER! IF YOU STILL WANT TO TALK, I'M WILLIN' NOW.

I'D LIKE THAT VERY MUCH, MR. BYRD.

HOW'S HECTOR? IS HE GOING TO MAKE IT?

YEAH, HE WAS REAL LUCKY ... ALL THAT LEAD JUST MISSED THE VITAL ORGANS BY INCHES... LESS IN SOME PLACES.

DO YA KNOW, THEY PULLED ABOUT 12 SLUGS OUTTA HIM! HE'S GOT MORE THAN A COUPLE OF DOCTORS HERE BELIEVIN' IN MIRACLES.

YEAH, HE'S GONNA LIVE, PARKER. I JUST HOPE THAT, AFTER ALL THAT'S HAPPENED TO HIM, HE CAN STILL FIND SOMETHIN' TO LIVE *FOR!*

EPILOGUE

ONE WEEK LATER, HIS WOUNDS MIRACULOUSLY ALL BUT HEALED, HECTOR AYALA COMES TO A MAJOR DECISION... ONE WITNESSED ONLY BY HIS GIRL FRIEND **HOLLY GILLIS**, AND BY BLACKBYRD.

HECTOR, ARE YOU SURE YOU WANT TO GO THROUGH WITH THIS?

I AM, HOLLY. I KNOW, THE TIGER AMULETS SAVED MY LIFE--

-- BUT THEY ALSO MADE ME WHAT I AM TODAY... HOMELESS... BEREFT OF FAMILY... AND A DANGER TO MY FRIENDS. THE AMULETS MADE ME THE WHITE TIGER, AND IN DOING SO, THEY RUINED MY LIFE.

I CANNOT STAND TO WEAR THEM ANY LONGER, EVEN IF THEIR REMOVAL BRINGS ME...

...PAIN!

AND, AS HE EXPECTED, LIFTING THE MYSTIC JADE AMULETS FROM HIS THROAT CAUSES HIS BODY TO SPASM IN HORRIBLE, GUT-WRENCHING AGONY!

HECTOR, LET ME CALL YOU AN INTERN... GET YOU SOMETHING.

NO, HOLLY... NO DRUGS. I WOULD ONLY BE GIVING UP ONE DEPENDENCY FOR ANOTHER. IN A WAY, I HAVE BECOME ADDICTED TO THE AMULETS, AND TO BEAT THAT ADDICTION--

--THE WHITE TIGER MUST DIE! I MUST PURGE HIM FROM MY SOUL.

THE ONLY WAY I CAN DO THAT IS...ON MY OWN!

AND SO, HOLLY AND THE BLACK-BYRD LOOK ON-- UNABLE TO HELP THEIR FRIEND BY ANY MEANS... SAVE THAT OF PRAYER.

THREE WEEKS LATER, AT THE PORT AUTHORITY BUS TERMINAL...

BLACKBYRD, MI AMIGO, I WILL MISS YOU.

SAME HERE, HECTOR. YOU SURE YOU'RE DOIN' THE RIGHT THING?

YES, I AM. HOLLY AND I HAVE GIVEN THIS MUCH THOUGHT. THERE ARE JUST TOO MANY PEOPLE IN NEW YORK WHO REMEMBER WHAT I ONCE WAS.

HOLLY AND I ARE GOING FAR AWAY, TO SOME PLACE WHERE NO ONE HAS EVER HEARD OF THE WHITE TIGER... SOME PLACE WHERE HECTOR AYALA CAN LIVE AGAIN!

BUT BEFORE I GO... HERE. THESE AMULETS ONCE BELONGED TO THE ***SONS OF THE TIGER.**** PLEASE SEE TO IT THAT THEY GET THEM BACK... AND WARN THEM OF WHAT THE POWER WITHIN CAN DO!

I'LL BE SURE TO DO THAT, HECTOR! YOU CAN COUNT ON THAT!

GRACIAS, BLACKBYRD.

*SEE ALMOST ANY ISSUE OF ***DEADLY HANDS OF KUNG FU.*** --DENNY.

AND, AND AS THE BUS PULLS AWAY, HEADED FOR POINTS WEST...

I'LL BE DARNED! HE REALLY DID IT!

YEP. SURE DID.

I WISH HIM AND HIS LADY LUCK. THEY'RE GOOD PEOPLE... THEY DESERVE A LITTLE HAPPINESS.

YEAH... WELL, SOME PEOPLE ARE BORN LUCKY, AN' SOME HAVE TO MAKE THEIR OWN LUCK. HECTOR'S ONE OF THE SECOND KIND, I GUESS. BUT I THINK HE'LL MANAGE.

AFTER ALL, HE'S ALREADY PROVEN THAT HE'S SMARTER THAN YOU ARE!

OH? HOW'S THAT?

HE'S LEARNED ENOUGH TO QUIT WHILE HE'S AHEAD!

END

50¢ CC

53
APR
02199

©1981 MARVEL COMICS GROUP

TM

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

J.R. JR. +AM

HE'S BACK--AND HE'S GOT HELP... BIG HELP...

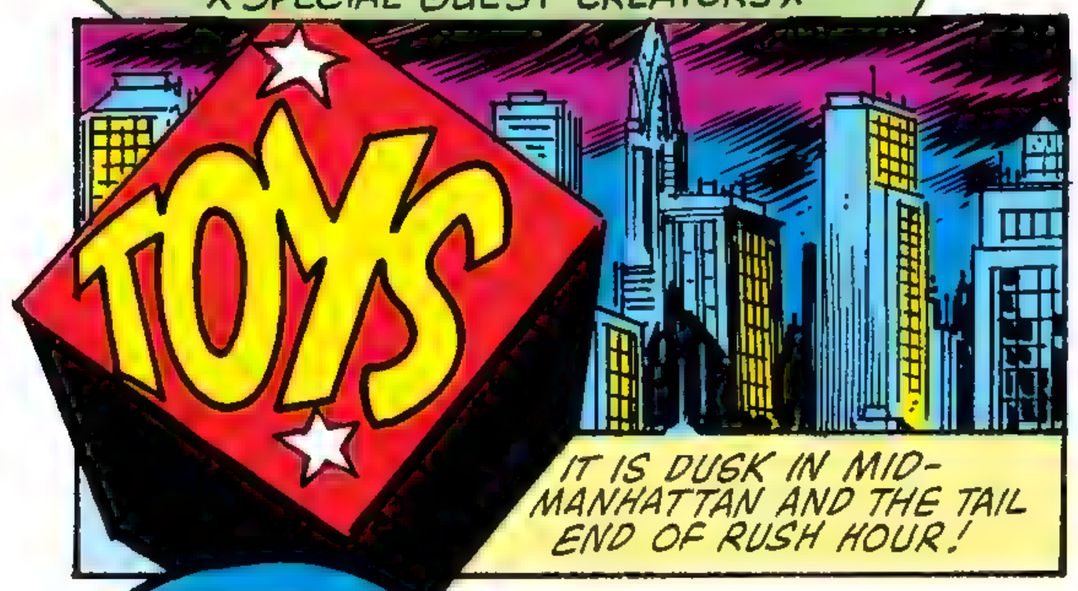
THE TERRIBLE TINKERER!

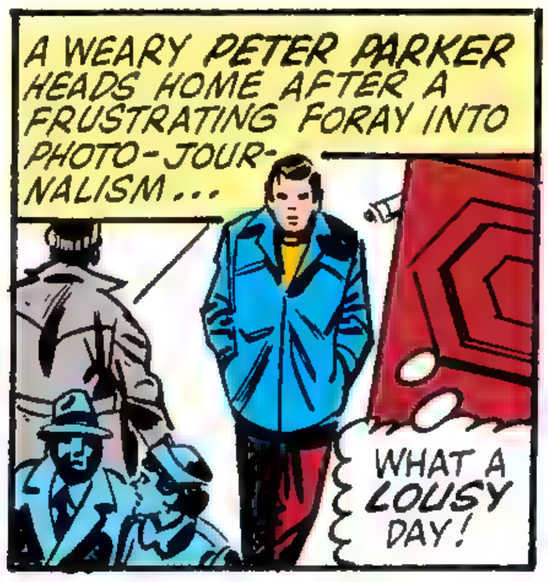
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

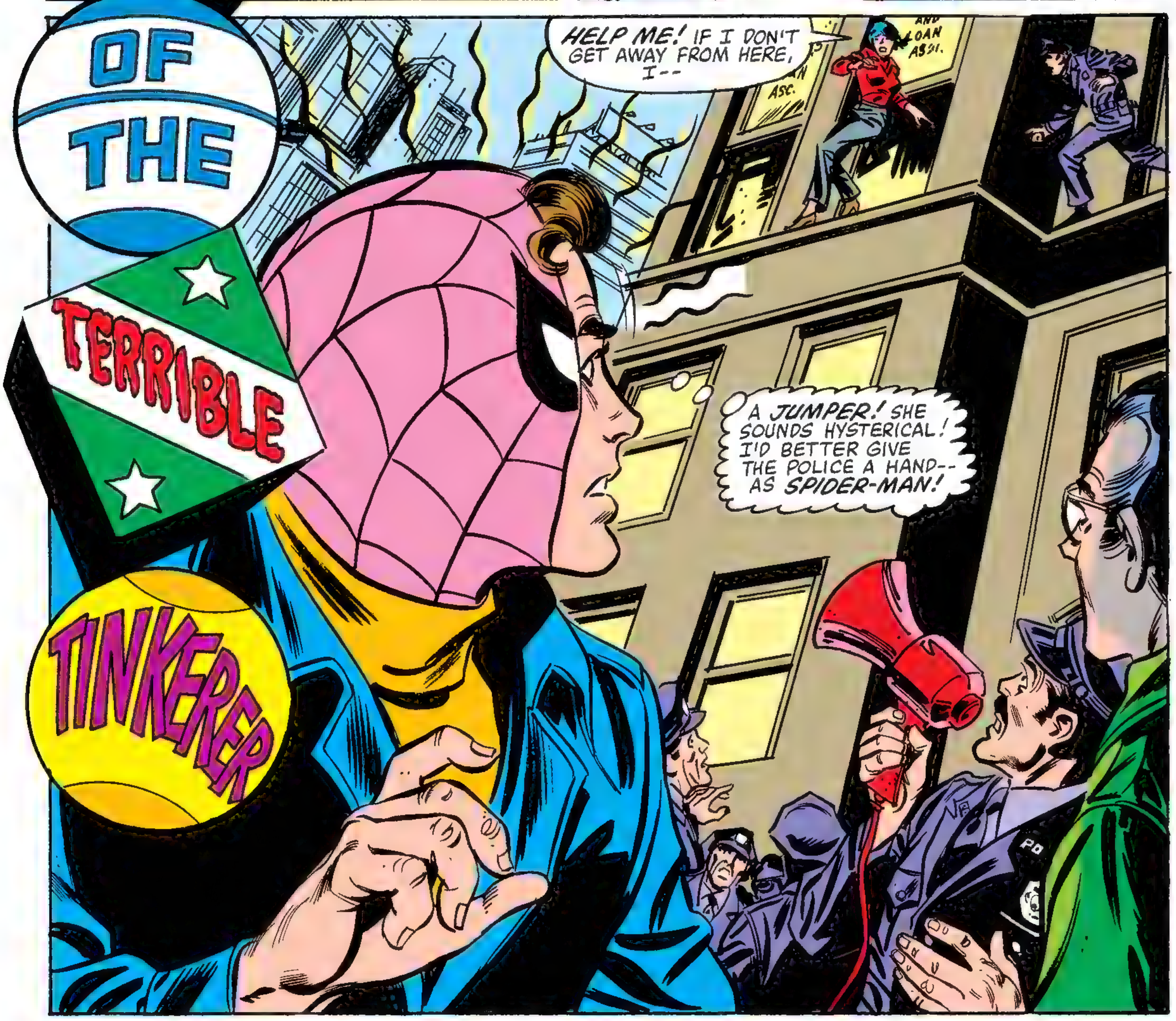
Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

BILL MANTLO / WRITER | JIM MOONEY / PENCILER | FRANK SPRINGER / INKER | JIM NOVAK / LETTERER | BEN SEAN / COLORIST | DENNY O'NEIL / EDITOR | JIM SHOOTER / EDITOR-IN-CHIEF

SPECIAL GUEST CREATORS







TAKE THEM **AWAY!** WHY WON'T SOMEONE TAKE THE **TOYS** AWAY?

TOYS! SHE'S RAVING! SHE'S LIABLE TO JUMP BEFORE I CAN CHANGE INTO MY SPIDER-MAN COSTUME!

I'VE GOT TO **DO** SOMETHING -- AND **FAST!**

S'CUZE ME!

EH?

FUNNY... I COULD'VE **SWORN** MY SPIDER-SENSES JUST TINGLED. NO TIME TO WONDER ABOUT IT -- GOTTA HELP THAT GIRL!

HMMM... A REPORTER, NO DOUBT, PHONING IN THIS STORY.

GOOD! NOBODY WATCHING ME! I DON'T WANT AN **AUDIENCE!**

SINCE THE CROWD IS WATCHING THE GIRL, NO ONE WILL SEE ME TAKE MY **WEB-CARTRIDGES** FROM MY BELT --

--AND LOAD THEM INTO MY HANDY-DANDY **WEB-SHOOTERS!**

CLIK!

A LIGHT APPLICATION OF WEBBING TO MY FACE AND -- **VOILA!** INSTANT DISGUISE!

THWIP

THAT ONLY TOOK A FEW SECONDS! NOW THE AMAZING **PETER PARKER** IS READY FOR ACTION!

WHAT?! THAT'S THE LAD WHO PUSHED BY ME!

SO... **SPIDER-MAN** CROSSES MY PATH AGAIN!

IT FEELS WEIRD TO GO INTO ACTION WITHOUT MY COSTUME, I'M PROBABLY RISKING MY SECRET IDENTITY BY DOING THIS.

--BUT I CAN'T RISK A GIRL'S LIFE OVER ANYTHING *THAT* PALTRY!

STAY *BACK!* IF YOU COME CLOSER--I'LL *JUMP!*

TAKE IT *EASY!* THIS LEDGE IS TOO *OLD* TO SUPPORT US BOTH FOR LONG!

THE POLICEMAN REACHES OUT TO SAVE THE GIRL...

...BUT SHE HAS A DECIDEDLY DIFFERENT OUTLOOK ON THE SITUATION!

NEITHER OF US WANTS TO GET *HURT,* RIGHT?

N-NO! DON'T HURT ME!

I WON'T TELL ANYONE ABOUT THE *TOYS!* I *SWEAR* I WON'T!

HUH?! SHE'S LURCHING TOWARD THE EDGE!

LOOK! IT'S *SPIDER-MAN!*

WITHOUT HIS COSTUME? BUT WHO ELSE COULD IT BE? I HOPE HE KNOWS WHAT HE'S DOING!

SUDDENLY... *LOOK OUT!* THE LEDGE IS *CRUMBLING!*

INSTINCTIVELY, THE POLICEMAN LUNGES...

GOT YOU! BUT... NO ONE'S GOT *ME!*

OOOOH!

OH, *GREAT!*

AIEEE!

NO TIME TO LOSE!

TWIP!

GOT THEM! BUT THEY'RE PANICKING... STRUGGLING!

THIS IS NO GOOD! I WASN'T SET RIGHT! THEIR MOMENTUM IS JERKING ME--

-- RIGHT OFF THE WALL!

GOT TO DROP MY WEB-LINE -- TRY SOMETHING ELSE!

AND I HOPE WE ALL LIVE LONG ENOUGH NOT TO REGRET IT!

THAT MASKED GUY LET GO!

THEY'LL ALL BE KILLED!

I KICKED OFF THE WALL AS I FELL, TO GAIN SPEED. NOW IF I CAN JUST REACH THEM...

C'MON, PARKER! YOU'VE ALMOST GOT THEM!

THERE!

NOW, IF I CAN JUST TWIST TOWARD THAT FLAGPOLE BELOW...

MADE IT! BUT THIS OVER-SIZED TIN TOOTHPICK WON'T HOLD OUR COMBINED WEIGHTS FOR LONG!

FORTUNATELY, IT DOESN'T HAVE TO!

OH, MAMA-- WE'RE GOING TO DIE!

--AND, NOW THAT I'VE FINALLY GOT MYSELF BRACED...

HUH? HE'S DROPPING US AGAIN!

NOT AFTER I'VE GONE TO ALL THIS TROUBLE TO SAVE YOU, YOU WON'T!

WITH MY SPIDER-SPEED, I JUST HAVE TO GET IN POSITION--

FWIT FWIT

AND WITH THE AID OF COMMON OBJECTS IN THE STREET AND SOME CLEVER SHOOTING, LADIES AND GENTLEMEN, A DELUXE KING-SIZED ***WEB-NET*** IS FORMED! IN THE PROVERBIAL NICK OF TIME, I MIGHT ADD!

SEE? I TOLD YOU -- THAT'S GOTTA BE ***SPIDER-MAN!***

POL

JEEZ! WHAT A SAVE!

YOU ***OKAY,*** BOB?

A LITTLE SHAKY, BUT I'LL LIVE -- THANKS TO OUR MASKED FRIEND!

WHO WAS THAT GUY ANYWAY?

I ***SHOULD*** YELL "***HI-HO, SILVER! AWAY!***" -- BUT RIGHT NOW I'M MORE INTERESTED IN SEEING THE ***OFFICE*** THAT WOMAN CAME FROM!

SHE WASN'T ***CRAZY***, SHE WAS ***SPOOKED*** -- AND I'D LIKE TO KNOW WHAT CAUSED IT!

MY SUSPICIONS WERE CORRECT! THAT ***WAS*** THE ACCURSED WALL-CRAWLER!

A ***PITY*** I DIDN'T GET A LOOK AT YOUR FACE, MY YOUNG FRIEND!

NO MATTER. I'LL HAVE ANOTHER CHANCE -- THE DAY ***SPIDER-MAN*** LIES DEAD AT MY FEET!

MEANWHILE...

THIS IS THE PLACE. LOOKS LIKE A SAVINGS-AND-LOAN COMPANY.

HOO-EEE! THE ROOM HAS BEEN RANSACKED -- AND THE DOOR HAS BEEN RIPPED RIGHT OFF THE SAFE AND THERE AREN'T ***MANY*** GUYS -- BESIDES MYSELF -- WHO ARE STRONG ENOUGH TO DO ***THAT!***

WHAT'S MORE -- ACCORDING TO MY SPIDER-SENSES, THE CULPRIT IS STILL IN THIS ROOM!

I DON'T KNOW WHERE HE'S HIDING, BUT IT SHOULDN'T TAKE LONG TO PINPOINT--!

WHAT'S THAT?!

A TOY ZEPPELIN--WITH A CANNON?!

ARGHH! FLARE--BLINDING ME!

IMPACT WOULD HAVE KNOCKED ANYONE ELSE TO THEIR DEATH...

BUT I CAN CLING TO THE WALL UNTIL MY VISION CLEARS!

SPIDER-SENSES TELL ME THAT SOMEONE'S COMING! I'LL SURPRISE THEM --THROW MYSELF AT THEM BEFORE THEY EXPECT IT!

NO! THEY MOVED AS FAST AS I DID! I'M CAUGHT!

WOW! HE LIFTED ME LIKE I WAS A BABY!

MY EYESIGHT'S SLOW IN COMING BACK! BUT THIS GUY SEEMS ABOUT AS HUGE AS THE HULK!

WOM!

OOOF!

JUST MY LUCK! HE HITS LIKE THE HULK, TOO!

SORRY, PAL! THIS HERO'S NOT FOR BASHING! WHAT SAY WE GO GET SOME JAVA AND TALK THIS OUT?

NO?

FOOM!

WHAT ARE YOU SUPPOSED TO BE, ANYWAY? THE STRONG, SILENT TYPE?

AT LEAST MY VISION'S STARTING TO CLEAR, AND ... HEY! I RECOGNIZE THIS CHARACTER...

HE CALLS HIMSELF "TOY." THE LAST TIME I RAN UP AGAINST HIM, HE WAS WORKING FOR THE TINKERER!

HAS HE STRUCK OUT ON HIS OWN, OR IS HE STILL WORKING FOR--?

DING-DA-DING-DING-DONG!

POP!

WHAT'S THAT?! MY EYES STILL HAVEN'T COMPLETELY CLEARED! A MUSIC BOX! BUT WHY DID IT START PLAYING NOW?

ANOTHER TOY! THIS IS BEGINNING TO MAKE SENSE! I'VE GOT TO--

FOOSH!

GAS! PROBABLY PSYCHO-ACTIVE... MAKES PEOPLE NUTS! I BET THEY USED THIS ON THAT WOMAN!

HOLDING MY BREATH KEPT ME FROM GETTING A FULL DOSE-- BUT ENOUGH GAS IS CLINGING TO THIS STUPID WEB-MASK TO MAKE ME WOOZY!

KROOM

ARGH!

KLUNK!

HE'S LEAVING! HE THINKS I'M OUT OF THE FIGHT!

GOT TO PULL MYSELF TOGETHER... STOP HIM...

HUH?! HE'S HEADING TOWARD THE *WINDOW!* WHAT--?

NO! HE--HE *JUMPED!* AND I'M TOO GROGGY FROM THAT THUMP ON THE HEAD--AND I CAN'T DO ANYTHING TO *SAVE* HIM!

IT DOESN'T MAKE *SENSE!* HE *GOT* WHAT HE WANTED! WHY DID HE KILL HIMSELF?

OR--*DID* HE?

PETER CRAWLS AGONIZINGLY TO THE WINDOW WHERE HE SEES...

HIS BACKPACK! HE HAD A FLYING MACHINE IN HIS BACKPACK!

YOU'VE BEEN *SUCKERED* AGAIN, PARKER!

THAT BACKPACK GIVES ME SOME-PLACE TO PLANT A *SPIDER-TRACER*--SO I CAN FIND CURLY WHEN HE GETS TO HIS HOME BASE...

OH, NO! THE WIND CAUGHT MY TRACER! IT'LL HIT HIM IN THE--

TOK!

WEIRD! HE DIDN'T SEEM TO FEEL IT! MAYBE HIS NERVES ARE DEAD--THAT WOULD EXPLAIN HOW HE CAN HIT SO HARD WITHOUT HURTING HIMSELF!

THERE HE IS--WITH THE *TOYS* THAT JUMPER DESCRIBED!

UH-OH! COMPANY COMING--AND THIS IS A SUSPICIOUS LOOKING SCENE IF I EVER SAW ONE!

HOLD IT, SPIDER-MAN--OR WHOEVER YOU ARE! YOU'VE GOT SOME *EXPLAINING* TO DO!

I'D LIKE TO OBLIGE YOU, OFFICERS, BUT...

HEY! HE'S FALLING OUT THE WINDOW! GRAB HIM!

ASC.

TOO LATE! HE'S A DEAD MAN!

LOAN ASC.

YEAH? WHERE'S THE BODY?

LOOK! THERE HE GOES--UP THE SIDE OF THE BUILDING!

SAVINGS LOAN ASC.

EVERYONE TO THE ROOF!

MOMENTS LATER...

HE'S GETTING AWAY? WHAT DO WE DO?

DON'T SHOOT! IF YOU MISS, THE SHOT COULD HIT SOMEONE IN A NEARBY BUILDING!

TA-TA, PALS! SEE YOU NEXT WEEK IN A BRAND NEW SHOW!

BLAST IT! THERE'S NO WAY WE CAN STOP HIM!

THAT WAS CLOSE-- BUT I THINK I KNOW WHAT'S BUGGING ME, AS PETER PARKER, I HAVE PROBLEMS COMING OUT MY EARS.

SPIDER-MAN IS MY ESCAPE FROM ALL THAT! WHEN I WENT INTO ACTION AS PETER, I GOT TOO UNCOMFORTABLE -- IT WASN'T THE KICK THAT BEING SPIDEY IS! I LOST MY EDGE!

THAT GIVES ME ANOTHER PROBLEM! IF I PUT MY SPIDER-MAN MASK OVER THIS ONE, I'LL SUFFOCATE...

...BUT I CAN'T BECOME PETER AGAIN UNTIL THIS WEBBING DISINTEGRATES!

AND THAT WON'T HAPPEN FOR ANOTHER 45 MINUTES! GOTTA STAY HIDDEN UNTIL THEN!

THREE QUARTERS OF AN HOUR LATER...

WHEW!

I WAS STARTING TO THINK THAT THING WOULD NEVER COME OFF!

MY FACE IS SO HOT AND ITCHY, I HATE TO PUT MY SPIDER-MAN MASK OVER IT!

BUT I'VE GOT TO SEE THIS THROUGH TONIGHT! I DON'T LIKE BEING USED AS A PUNCHING BAG--AND THEN THERE'S THAT WOMAN WHO ALMOST GOT KILLED!

WELL, AS LONG AS CURLY HASN'T SHAMPOOED RECENTLY, MY TRACER WILL LEAD ME RIGHT TO HIM.

FOCUSING HIS SPIDER-SENSES, SPIDER-MAN FACES ONE DIRECTION--THEN ANOTHER--UNTIL HE DETECTS AN EVER-SO-FAINT SIGNAL...

THERE'S MY BABY! NORTH AND EAST!

AHHH--I LOVE THIS! FRESH AIR...EXERCISE...MORTAL DANGER! I'VE GOTTA BE NUTS!

HOLD IT! THERE'S THE SIGNAL--I'M PRACTICALLY ON TOP OF IT!

AND IT SEEMS TO BE COMING FROM THAT BUILDING! A FIX-IT SHOP, EH?

FIX

O.O

SURE, THAT MAKES SENSE! THE TINKERER HAD A SIMILAR SHOP THE FIRST TIME I MET HIM!

MAYBE I SHOULD FIGURE OUT WHAT'S GOING ON BEFORE I BULL MY WAY INTO IT!

LET'S TAKE A LOOK DOWN THE OL' AIR SHAFT AND SEE WHAT WE CAN SEE!

THIS LOOKS LIKE THE RESEARCH AND DEVELOPMENT DEPARTMENT OF "MENACES 'R' US"!

I DON'T HAVE TO BE SHERLOCK HOLMES TO FIGURE OUT WHAT THIS IS.

IT'S THE HEADQUARTERS OF THE TERRIBLE TINKERER! I MET --FOUGHT HIM ON A COUPLE OF OCCASIONS BEFORE!

IF THE TINKERER'S BEHIND THINGS, IT EXPLAINS A LOT!

HE'S A WHIZ WITH THIS KIND OF GADGET! IT'D BE RIGHT UP HIS ALLEY TO RIG UP DEADLY TOYS!

NO ONE AROUND--AND THE PLACE ISN'T GUARDED!

ULP! MAYBE HE DOESN'T *NEED* GUARDS!

NO...THE JACK-IN-THE-BOX IS HARMLESS! IT ONLY MOVED BECAUSE I JARRED THE TABLE!

I'LL SAY ONE THING FOR THE TINKERER--HE SURE DOES GOOD WORK! I ALMOST HAVE TO REMIND MYSELF THAT THESE TOYS CAN *KILL*!

HEY!

WOW! MY TRACER IS CLOSE BY--AND IT'S COMING CLOSER!

THAT MEANS MY BALD FRIEND IS COMING IN--AND IF I WANT TO KEEP THE ELEMENT OF SURPRISE, I'D BETTER MAKE MYSELF SCARCE!

THAT'S CURLY, ALL RIGHT--AND IT DOESN'T TAKE A GENIUS TO FIGURE OUT *THE TINKERER'S* WITH HIM!

ENTER, MASTER!

THANK YOU, TOY!

YOU'VE MADE THIS A GLORIOUS DAY! NOT ONLY ARE WE SEVERAL THOUSANDS OF DOLLARS RICHER, BUT YOU'VE PROVEN CAPABLE OF BEATING *SPIDER-MAN*--AS I *INTENDED!*

I HAVE BUILT SPECIAL WEAPONS FOR THE UNDERWORLD LONG ENOUGH, MY DEAR FRIEND!

THEY WOULD NO LONGER MEET MY PRICES--SO *WE* WILL PROFIT FROM MY MATCHLESS MACHINES INSTEAD! IN ESSENCE, WE HAVE ELIMINATED THE MIDDLEMAN!

SOON, WE SHALL HAVE WEALTH BEYOND IMAGINING!

BUT I *FORGET* --MONEY MEANS NOTHING TO YOU, TOY! THAT IS WHY YOU ARE MY ONLY FRIEND!

GOOD! TINK'S VISOR KEEPS HIM FROM SEEING ME UP HERE--AND TOY SEEMS ENGROSSED BY HIS JABBERING!

NO ONE COULD BE AS TRUSTWORTHY AS YOU ARE, TOY!

TAP! TAP!

ONLY YOU COULD BE THE ETERNALLY FAITHFUL SERVANT I REQUIRE!

SOUNDS LIKE A BIG JOB, TINK! DOES HE GET PAID TIME-AND-A-HALF FOR OVERTIME?

OW! WHAT'S TOY *MADE* OF, ANYWAY? I KNOCKED HIM CLEAR ACROSS THE ROOM AND HE DIDN'T EVEN *GROAN!* AND I HURT MY HAND!

WHAM!

YOU?! IT--IT ISN'T POSSIBLE! HOW DID YOU *FIND* ME?

ASK *OL' NERVES OF STEEL*--WHEN HE GETS UP!

AH! I SEE... SOME SORT OF CRUDE TRANSMITTER ON TOY'S HEAD! AFTER ALL OUR ENCOUNTERS, YOU STILL YIELD SURPRISES, SPIDER-MAN!

ALL OUR ENCOUNTERS?! I ONLY MET YOU *TWICE*, TINK!

NOT SO, YOU COSTUMED BUFFOON!

"AFTER YOU INTERRUPTED MY OPERATIONS*, I WAS FORCED TO LIE LOW FOR SOME TIME. THEN I SAW AN OPPORTUNITY TO *DESTROY* YOU--THROUGH CONTROL OF YOUR OWN INSIPID *SPIDER-MOBILE***--SO I RETURNED TO A LIFE OF CRIME!

*SPIDER-MAN #2 AND **#160, RESPECTIVELY--DENNY.

"AFTER THAT DISMAL FAILURE, I FORSOOK ANY MORE VAIN ATTEMPTS AT VENGEANCE. I HAD A TRADE TO REBUILD -- BUT YOU THWARTED ME BY FIGHTING A YOUNG MAN FOR WHOM I HAD MADE SPECIAL EQUIPMENT!

"I BELIEVE YOU KNEW HIM AS *THE ROCKET RACER!*

"THE RACER WAS A *BLACKMAILER!* FOR PROTECTION, ONE OF HIS *VICTIMS* ALSO CAME TO ME...

"FOR HIM, I CREATED THE IDENTITY OF *BIG WHEEL!**

"*BLUNDERERS*, BOTH OF THEM! THEY SHOULD HAVE BEEN INVINCIBLE -- BUT NEITHER HAD THE WIT OR IMAGINATION TO USE WHAT I HAD GIVEN THEM. YET THEIR FAILURES -- AND THOSE OF OTHERS FOR WHOM I HAD FASHIONED EQUIPMENT -- WERE BLAMED ON ME!

"MY BUSINESS HAS DRIED UP -- AND I MUST SUPPORT MYSELF BY OTHER MEANS!"

*SCENES COURTESY OF *SPIDER-MAN* #183-184. --DENNY.

ONE QUESTION ABOUT YOUR HARD LUCK STORY, TINK-- WHAT DO I CARE?

IT HARDLY MATTERS, YOU WITLESS WALL CRAWLER! I ONLY HOPED YOU WOULD LISTEN--

CLIK!

--WHILE I EDGED CLOSER TO MY CONTROL PANEL!

THAT TINGLE! GOTTA DUCK!

BUD!

BAM!

IMPACT SHELLS --COMING AT ME! SPIDER-SENSES, I LOVE YOU!

TOOM!

REOOOO!

POW!

SHEESH! SUDDENLY IT'S ALL NOISY ON THE WESTERN FRONT, IN HERE! WITH MY SPEED, I CAN DODGE THESE TOYS ALL DAY!

...BUT THAT WOULD BE A REAL BORE. UH-OH!

BAD MOVE, SPIDEY! THESE PINT-SIZED PATTONS LOOK DOWNRIGHT UNPLEASANT!

BOOM!

RIGHT AGAIN!

I HAVE A FUNNY FEELING ABOUT ALL THIS!

OOREEE!

BUDDA-BUDDA!

VOOSH!

ALL OF THE TINKERER'S TOYS ARE COMING *CLOSE*-- BUT NOT *THAT* CLOSE!

BLAM!

IT'S LIKE THE TOYS ARE SUPPOSED TO KEEP ME HOPPING -- AND NOTHING MORE!

FOOM!

BLAU!

OR *MAYBE*... MAYBE I'M BEING MANEUVERED BY THE TINKERER! MAYBE HE'S SETTING ME UP FOR THE *KILL!*

SPOWW!

UNGH!

THAT ONE... NEARLY WENT *THROUGH* ME! TOO MANY PLANES IN THE AIR -- I'D BETTER TAKE MY CHANCES ON THE GROUND FOR A WHILE!

SUDDENLY...

HUH?! THE FLOOR OPENED UP -- AND THERE'S SOMETHING ELSE BELOW IT!

LOOK AT *THIS* -- A GIANT PRIZE MACHINE LIKE IN THE PENNY ARCADE! THE SORT OF THING ONLY A CORN-BALL LIKE THE TINKERER WOULD THINK OF! I WONDER IF HE'S GOING THROUGH HIS SECOND CHILD-HOOD?!

ONE THING'S CERTAIN -- HE DOESN'T WANT ME TO GO THROUGH MINE!

WEIRD! THERE'S AN ELECTRICAL GRID SO I CAN'T GET OUT -- BUT OTHERWISE THE TRAP DOESN'T *SEEM* DANGEROUS!

HOO-BOY!

SPOKE A BIT TOO SOON!

CLAT!

THIS IS JUST A BIG GAME FOR THE TINKERER -- AND MY DEATH IS THE *PRIZE!*

BLAT!

HEY! THE ELECTRICITY'S OFF!

TOO BAD, TINKERER! THAT LITTLE FLAW IN DESIGN IS MY TICKET *OUT* OF HERE!

BECAUSE WHEN THE ELECTRICITY SHUTS OFF TO PROTECT THE CLAW, IT CAN'T HURT *ME*, EITHER!

B-ZAP!

AND NOW IT'S ON AGAIN! PROBABLY THE CLAW WOULD SHORT-CIRCUIT IF IT TOUCHED THE GRID!

WHERE DID YOU GET *THAT* TRAP, TINK?

MACY'S BARGAIN BASEMENT?

A SPECIAL ORDER, ACTUALLY --FOR SOMEONE NAMED *ARCADE*. HE REFUSED PAYMENT. I KEPT IT.

MUCH EQUIPMENT IS HERE FOR THAT REASON--

--SUCH AS THE *TRICK STAIRS* YOU'VE LANDED ON!

ENJOY YOUR RIDE DOWN THE RAMP, SPIDER-MAN! IT'S THE LAST RIDE YOU'LL *EVER* TAKE!

I'M SURE YOU'RE *DYING* TO PLAY WITH MY TERRIBLE TOYS!

TERRIBLE IS *RIGHT!* I'VE SEEN BETTER LOOKING DOLLS IN CHRISTMAS REJECT PILES!

PAW!

AND FRANKLY, I'M TIRED OF TOURING YOUR SUB-BASEMENTS!

SPOOT!

OR, TO COIN A PHRASE:

"UP, UP AND AWAY!"

FOMP!

WHICH LANDS YOU IN THE ARMS OF THE MOST DANGEROUS *TOY* OF ALL!

WELL, WHADDAYAKNOW? IT *TALKS!*

DO NOT TAUNT ME, SPIDER-MAN!

ARRGH! MY RIBS!

ENOUGH, TOY! LET *ME* KILL HIM!

I TRUST YOU RECOGNIZE THIS GUN FROM OUR *FIRST* ENCOUNTER, SPIDER-MAN-- AND YOU REMEMBER WHAT IT CAN DO!

I REMEMBER, ALL RIGHT-- ONE *CHAR-BROILED* SPIDER-MAN, COMING RIGHT UP!

I'VE GOT TO BREAK THIS YO-YO'S GRIP, AND FAST!

MY PATENTED BLIND-THE-BADDIE-WITH-WEBBING TRICK SHOULD WORK!

AW, NO! HE DODGED!

DON'T TRY TO PULL YOURSELF OUT OF HIS ARMS, EITHER! TOY IS STRONGER THAN *ANY* MAN! HE IS AS FAR BEYOND YOU IN STRENGTH AS YOU ARE BEYOND ME!

Y'KNOW, TINK--THAT BRINGS UP SOMETHING THAT'S BEEN *BOTHERING* ME!

HOW IS IT THAT TOY IS SO STRONG --AND VIRTUALLY INVULNERABLE-- EXCEPT IN CERTAIN STRESS POINTS?

KLUNG!

M-MASTER?

FURTHERMORE, HOW COULD HE BE CARRIED BY A TINY PROPELLER WITH NO VISIBLE POWER SOURCE?

UNLESS, OF COURSE, TOY *HIMSELF* WAS THE POWER SOURCE...?

IF THAT ASSUMPTION IS TRUE, IT FOLLOWS THAT YOUR SERVANT IS A ROBOT, TINK...

...AND THAT'S WHAT WE LEARNED IN LOGIC CLASS TODAY!

TOY!

I--I SHOT TOY!

MASSTERRRR...

TOY? I'M HERE, TOY!

YOU NEVER... TOLD ME, MASTER! YOU NEVER...TOLD ME...!

I THOUGHT IT WAS BETTER THAT WAY, SON--I SWEAR! I'LL MAKE IT UP TO YOU!

I WON'T LEAVE YOU...MASTER... I WON'T... CLICK

...WON'T... CLICK

W--

DON'T GO AWAY, TOY--I NEED YOU! FRIENDS DON'T LEAVE EACH OTHER! IF YOU GO AWAY, I'LL BE ALL ALONE...

I DON'T WANT TO BE ALONE...I DON'T WANT TO BE ALONE...

JEEZ! I DON'T KNOW WHETHER TO CALL A PADDY WAGON OR A HEAD-SHRINKER.

IMAGINE A GUY LIKE THE TINKERER--WHO CAN COLD-BLOODEDLY HAVE WOMEN FORCED OFF HIGH LEDGES--BREAKING UP OVER A MACHINE GETTING WRECKED!

HE WAS SO ESTRANGED FROM HUMANITY THAT MACHINES CAME TO MEAN MORE TO HIM THAN HUMAN BEINGS.

I GUESS EVERYONE NEEDS SOMETHING TO LOVE--EVEN IF IT'S ONLY A ...TOY.

NEXT! TO SAVE the SMUGGLER!

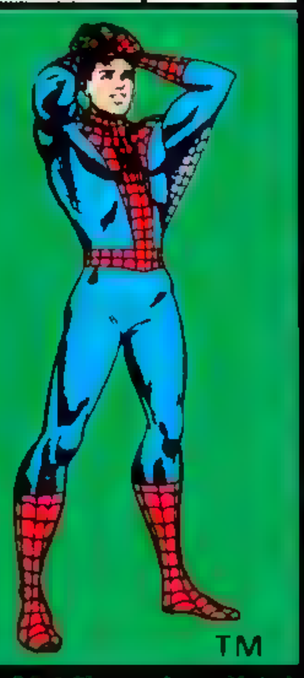
50¢ CC

54 MAY 02199

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

©1981 MARVEL COMICS GROUP



TM

PETER PARKER, THE SPECTACULAR SPIDER-MAN

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

TO SAVE THE SMUGGLER!

SUDDENLY, THE EARLY-MORNING STILLNESS IS SHATTERED BY A BLAST OF GUNFIRE AND THE AWFUL SQUEAL OF RUBBER SKIDDING ACROSS ASPHALT!

PEDESTRIANS LOOK ON IN SHOCK AND DISBELIEF...

ONLY ONE FIGURE OBSERVES THE SCENE CALMLY... THAT WEB-SWINGING WONDER KNOWN AS THE SPECTACULAR SPIDER-MAN!

WHAT THE HECK IS THIS?! A REMAKE OF POLICE SURGEON?!

WHATEVER IT IS, I'D BETTER PUT A STOP TO IT! THE WAY THE LEAD IS FLYING DOWN THERE, SOMEONE COULD GET KILLED!

CAROL'S

VAN G

BDAM BDAM

EMERGENCY AMBULANCE

SCREEEEEE

ROGER STERN- WORDS
MARIE SEVERIN- PLOT & PICTURES
JIM MOONEY- INKS
JIM NOVAK - LETTERS

DENNIS O'NEIL - SCRUTINY
JIM SHOOTER - MEDIC

WELL! IT LOOKS LIKE I HAVE THE DRIVER OF THAT BUS TO THANK FOR A DELAYING ACTION!

STILL, THE CAR CHASING THE AMBULANCE WON'T BE STOPPED FOR LONG!

HONK

SO IT'S UP TO ME TO SAVE THE CHASEE FROM THE CHASER! AND IF THAT AMBULANCE STAYS ON BROADWAY, I THINK I KNOW JUST THE WAY TO DO IT!

THWIP

AND, IN SECONDS...

THERE'S THE SPOT I'M LOOKING FOR! IT WAS EASY TO OUT-DISTANCE ANY OL' AMBULANCE ON THE WEB-LINE EXPRESS!

NOW, ALL I HAVE TO DO IS DITCH MY WEB-PACK ON A NEARBY ROOFTOP, AND I'LL BE ALL SET!

THEN...

I FIGURED THAT THE STREET DEPARTMENT HADN'T GOTTEN AROUND TO FILLING IN THIS EXCAVATION YET! THE "TEMPORARY" STEEL PLATES ARE STILL IN PLACE.

NOW, IF I'M LUCKY, AND THE AMBULANCE HASN'T TURNED OFF ON A SIDE STREET--!

WEEEOO

AJUBMA

HEY, GREAT! RIGHT ON CUE! AND I CAN SEE THE CHASE CAR JUST A HALF-BLOCK BEHIND IT! THIS'LL BE A PIECE OF CAKE!

ALL I HAVE TO DO IS SINK MY FINGERS BENEATH THE ASPHALT--

--WAIT FOR THE AMBULANCE TO SPEED BY--

AMBULANCE

--AND THEN MAKE WITH THE OLD HEAVE-HO!

IT'S SUCH A SNAP! EVEN A CHILD COULD DO IT...

...IF HE HAD THE PROPORTIONATE STRENGTH OF A SPIDER!

KRWUNK

SORRY ABOUT THAT SUDDEN STOP, FELLAS -- BUT IT'S NOT *NICE* TO SHOOT AT AMBULANCES!

SO, COME OUT, COME OUT, WHOEVER YOU--

--ARE? LT. KEATING?! UH-OH, I HAVE A BAD FEELING ABOUT THIS!

YOU *IDIOT!* DON'T YOU KNOW ANY BETTER THAN TO INTERRUPT A POLICE CHASE?

HEY, HOW WAS I TO KNOW? AREN'T YOU GUYS SUPPOSED TO USE SIRENS WHEN YOU USE UNMARKED CARS IN PURSUIT?

YEAH, BUT THIS ISN'T AN UNMARKED CAR...

...IT'S A PRIVATE VEHICLE WE COMMANDEERED. BUT THAT'S BESIDE THE POINT.

THAT AMBULANCE WAS STOLEN BY A GROUP OF MAGGIA* GUNMEN--AND THEY USED IT TO KIDNAP A KEY WITNESS!

GEE...I AM SORRY!

YOU'RE GONNA BE A LOT MORE THAN SORRY! McCLOSKEY! ARREST THIS MAN ON SUSPICION OF COMPLICITY IN THE KIDNAPPING!

*A NOTORIOUS INTERNATIONAL CRIME CARTEL. -- DENNY.

SURE THING, LIEUTENANT! OKAY, SPIDER-MAN, YOU HAVE THE RIGHT TO REMAIN...

...SILENT?

C'MON, HAVE YOU EVER KNOWN ME TO REMAIN SILENT? ANYWAY, I'M AFRAID I CAN'T LET YOU TAKE ME IN, GUYS!

AFTER ALL, IF I'M ARRESTED, I CAN'T CATCH THAT HIJACKED AMBULANCE FOR YOU! AND WE SPIDER-MEN ALWAYS RECTIFY OUR MISTAKES! ASK ANYONE!

THWIT

CRUNK

BAR

BOY, I REALLY STUCK MY FOOT IN IT THIS TIME! I CAN STILL HEAR THE AMBULANCE SIREN IN THE DISTANCE!

AT LEAST, I HOPE IT'S THE SAME SIREN!

HMM. I WONDER WHO THE BIG-DEAL WITNESS IS?

MEANWHILE, SEVERAL BLOCKS AWAY, IN THE BACK OF A STOLEN AMBULANCE...

I THINK IT'S STUPID! THIS **SMUGGLER** JOKER IS DANGEROUS! IF WE'RE GONNA KILL HIM ANYWAY, WHY DON'T WE JUST INCREASE THE FLOW OF THIS GAS AND ICE HIM NOW?

YOU KNOW WHY! HE WAS GONNA SQUEAL ABOUT OUR OPERATIONS. THE MAGGIA BIGSHOTS HAVE TO MAKE AN EXAMPLE OF HIM.

IT'S A PRESTIGE THING!

WELL, I STILL SAY ...**HEY!**

YOU TRYIN' TO GET US ALL KILLED?! THIS KNOCK-OUT GAS IS EXPLOSIVE! ONE STRIKE OF THAT MATCH AND... **BLOOEY!**

OH... SORRY.

COULD YOU TWO BACK THERE HOLD IT DOWN? YOU'RE MAKING MORE RACKET THAN THE SIREN! LARRY AND I CAN HARDLY HEAR OURSELVES THINK!

STANLEY, LOOK OUT! AHEAD OF US... IN THE STREET... IT'S--

--**SPIDER-MAN!**

HI, THERE, FELLAS! GOING MY WAY?

QUICK! RUN HIM DOWN!

AMBULAMA

RUN HIM DOWN?! **HOW?** HE'S WEBBED UP THE BLASTED WIND-SHIELD! I CAN'T SEE A THING!

T-T-THEN, HIT THE BRAKES!

LISTEN, BROTHER, WHO'S RUNNING THIS SHOW... ME OR YOU?

BUT THE MAGGIA DRIVER DOES INDEED HIT THE BRAKES, SKIDDING TO A STOP. AND THEN...

KNOCK, KNOCK!

EMERG ENCY

CAN BILLY COME OUT AND PLAY?

WELL, WHAT ARE YOU FOOLS WAITING FOR? HE'S NOT BULLETPROOF, YOU KNOW!

KEEP YOUR SHIRT ON! WE'RE LOADIN' AS FAST AS WE CAN!

AND THIS STARTED OUT TO BE SUCH AN EASY JOB!

SUDDENLY...

YAHHAH! THOSE MAGGIA JERKS OBVIOUSLY DON'T BELIEVE IN PLAYING FOR FUNSIES! IF NOT FOR THE WARNING BUZZ OF MY SPIDER-SENSE--

PTOW-TOW-TOW

--I'D HAVE TO CHANGE MY NAME TO SWISS CHEESE MAN!

EMERGENCY AMBULANCE

HE'S STILL ON HIS FEET... GET HIM!

I'M TRYING! BUT HE'S BOUNCING AROUND LIKE A CRAZY JACKRABBIT!

IT'S AS IF HE KNOWS WHERE WE'RE GONNA SHOOT!

THAT'S NOT FAR FROM WRONG, BOZO! UNFORTUNATELY, THE OTHER PEOPLE AROUND HERE ARE LACKING THE SPIDER-SENSES OF YOURS TRULY!

I HAVE TO DRAW THEIR FIRE AWAY!

DISCOUNT STORE

LANCE

OH, MY GOLLY!

BUT...

RATS, I WAS AFRAID OF THIS! THEY CAN'T HIT ME, SO THEY'RE GOING AFTER SOMETHING THAT THEY *CAN* HIT... THE SUPPORTS ON THAT SIGN! IF I DON'T DO SOMETHING FAST--

MORELLI

"--A LOT OF INNOCENT PEOPLE ARE GOING TO GET FLATTENED!"

IT'S A GOOD THING THE SIGN IS ONLY A FEW STORIES UP! NOW, IF IT'LL ONLY HOLD UP FOR ANOTHER SECOND--!

GOT IT! HANGING ON WON'T BE A PROBLEM-- THESE SIGNS ARE LOT LIGHTER THAN THEY LOOK, THE ONLY THING IS, IF I'M NOT CAREFUL, IT'S LIABLE TO BREAK APART IN MY HANDS!

SUPPORTED BY A SINGLE METAL STRUT AND THE AMAZING CLINGING ABILITY OF SPIDER-MAN--

--THE SIGN SWAYS UNSTEADILY AS PEDESTRIANS SCURRY OUT OF HARM'S WAY!

MINUTES LATER...

MAN! I THOUGHT THAT CROWD WOULD NEVER CLEAR!

NOW, I CAN FINALLY SET THIS THING DOWN AND GET AFTER THOSE MAGGIA CLOWNS AGAIN!

MEANWHILE...

C'MON, YOU TWO! DON'T BOTHER PICKING HIM OFF.. THE SMUGGLER'S MORE IMPORTANT!

Y-YEAH! THERE'S A CAR AT THE END OF THIS ALLEY! IF WE CAN JUMP-START IT--!

THUS, AT THIS MOMENT, SPIDER-MAN'S PREY IS ALREADY BLOCKS AWAY...

AND...

I DON'T BELIEVE IT! DIDN'T ***ANY*** OF YOU SEE WHICH WAY THE GUNMEN WENT?

NAW! WE WAS TOO BUSY WATCHIN' YOU, MAN!

GREAT! JUST GREAT!

GROCERY

IT'S PROBABLY A WASTE OF TIME, BUT I MIGHT AS WELL CHECK OUT THE AMBULANCE. I DON'T KNOW WHAT I EXPECT TO FIND.., I DOUBT THAT THEY LEFT A MAP TO THEIR HIDEOUT!

EH? WHAT'S THIS?

HMPH! JUST A MATCHBOOK FROM SOME ORIENTAL PLACE, THAT DOESN'T TELL ME MUCH.

STILL, I SUPPOSE I'D BETTER HOLD ONTO IT. IT COULD BE A CLUE, I GUESS.

CHRYSANTHEMUM AND THE SWORD

MAYBE THESE GUYS SUPPLY THE MAGGIA WITH EGG ROLLS OR SOMETHING!

YOU IN THERE!

NOW WHAT?

THIS IS THE POLICE! WE HAVE YOU SURROUNDED!

LIQUORS

MO'S

STAURANT

THERE IS NO CHANCE OF ESCAPE! COME OUT WITH YOUR HANDS UP!

POLICE DEPARTMENT CITY OF NEW YORK

AS I LIVE AN' BREATHE! SURE AN' IT'S DETECTIVE SERGEANT SNIDER!

DON'T SHOOT, ME BUCKO! IT'S ONLY ME... YOUR FRIENDLY NEIGH-BORHOOD BUSYBODY!

OH, NO! NOT YOU!

"NOT YOU!" HE SAYS, SNIDER, OL' BUDDY, IS THIS WHAT IT'S COME TO? YOU WOUND ME! AH, WELL... "PHYSICIAN, HEAL THYSELF!"

CAN THE COMEDY, SPIDER-MAN! I'M WILLING TO GIVE YOU A BREAK AND BELIEVE YOU'RE INNOCENT IN THIS MESS... IF YOU COME DOWN TO THE STATION AND GIVE ME A STATEMENT!

WELL... SINCE YOU PUT IT SO NICELY--!

AND SO...

IMAGINE MY SURPRISE WHEN I YANKED OFF THE CAR DOOR AND SAW THAT NOSE OF KRIS KEATING'S!

MMPH! THAT COULD MEAN TROUBLE! KEATING PULLS A LOT OF WEIGHT WITH THE COMMISIONER! BUT I...

BUT YOU DON'T LIKE HIM ANY MORE THAN I DO, RIGHT?

LET'S JUST SAY I DISAGREE WITH SOME OF HIS S.W.A.T. TEAM PROCEDURES... AND LET IT GO AT THAT!

KEATING SEEMED PARTICULARLY MIFFED OVER LOSING HIS WITNESS. WAS IT ANYONE I KNOW?

YOU MIGHT SAY THAT. HOP DOWN HERE, AND I'LL SHOW YOU!

KEATING HAD A FAIRLY HIGH-TEST WITNESS... HE USED TO BE CALLED *POWER MAN!* WHEN YOU FOUGHT HIM A COUPLE OF WEEKS AGO, HE WAS CALLING HIMSELF *THE SMUGGLER!**

OH, *HO!* THE LIGHT BEGINS TO DAWN!

*ISSUE #49. -- D.

ANYWAY, HIS REAL NAME'S ERIK JOSTEN! INTERPOL HAS A FILE ON HIM THAT'S A MILE LONG!

HE FLED EUROPE YEARS AGO TO ESCAPE SMUGGLING CHARGES -- AND WOUND UP WORKING FOR A FUGITIVE NAZI WAR CRIMINAL.

INTERPOL: 924-Z-714-O
JOSTEN, ERIK STEPHAN
Also known as
STEPHEN
JOS

"SOMEHOW, HE ACQUIRED INCREDIBLE STRENGTH -- AND SHORTLY AFTERWARD, HE SHOWED UP IN THE STATES AS POWER MAN. HE WAS A REGULAR HUMAN DYNAMO...

"HE EVEN GAVE THE AVENGERS A RUN FOR THEIR MONEY, BEFORE THEY TURNED THE TABLES ON HIM.*

*SEE AVENGERS #21. -- D.

"IT WASN'T THE ONLY TIME HE FOUGHT THEM, OF COURSE, BUT EACH TIME HE DID, HE HAD HIS HEAD HANDED TO HIM.

"THEN A GENTLEMAN NAMED *LUKE CAGE* CAME ALONG AND LAID CLAIM TO THE NAME 'POWER MAN.' JOSTEN DIDN'T TAKE KINDLY TO THAT, AND ATTACKED CAGE IN A TIMES SQUARE MOVIE HOUSE!*

*POWER MAN #21. -- D.

"THAT PROVED TO BE A BIG MISTAKE!"

I'M POWER MAN--

--THE ONE AND ONLY!

SPLOW

"AFTER THAT DEFEAT, JOSTEN BECAME A DRIFTER, WANDERING FROM ONE MENIAL JOB TO ANOTHER, UNTIL HE WAS FOUND BY FORMER MAGGIA DON, ***COUNT NEFARIA!***

I BELIEVE YOU COULD DO WELL IN MY EMPLOY! I HAVE THE MEANS TO ***REMAKE*** YOU... INCREASE YOUR POWER!

SOUNDS GOOD, PAL! ALL RIGHT, I'M YOUR MAN!

"BUT NEFARIA HAD TRICKED JOSTEN INTO JOINING HIS SO-CALLED ***LETHAL LEGION*** JUST SO HE COULD SIPHON OFF THE FORMER POWER MAN'S MIGHT, AND BECOME A SUPER-BEING HIMSELF!

"SO JOSTEN WAS STOPPED BY THE AVENGERS AGAIN, AND ABANDONED BY HIS 'BENEFACTOR'... ALL BUT POWERLESS!

THE OTHER LETHAL LEGIONNAIRES WERE CAUGHT, BUT JOSTEN MANAGED TO ESCAPE.

EVENTUALLY, THE AVENGERS ALSO SQUELCHED NEFARIA. SOON AFTER JOSTEN REGAINED A PORTION OF HIS POWER. BY THIS TIME, HE SET HIMSELF UP AS ***THE SMUGGLER!***

WELL, HE CERTAINLY HAD A NEAT OPERATION GOING WHEN I STUMBLED ACROSS IT! WHAT CONVINCED HIM TO GO STATE'S EVIDENCE?

SOME OF THE SLICKEST TALK KRIS KEATING EVER CAME UP WITH IN HIS LIFE, THAT'S WHAT!

YOU'VE GOTTA FACE FACTS, JOSTEN... YOUR POWERS ARE FADING FAST! WE CAN HOLD YOU WITH HARDLY ANY TROUBLE!

WE COULD EXTRADITE YOU TO ANY OF A DOZEN COUNTRIES!

BUT IF YOU TELL THE FEDS EVERYTHING YOU KNOW, WE ***COULD*** SHOW SOME LENIENCY!

OKAY. I'LL... DO IT.

"IT WAS QUITE A FEATHER IN KEATING'S CAP, LET ME TELL YOU! BUT THERE MUST HAVE BEEN AN INFORMATION LEAK OF SOME KIND, BECAUSE THE UNDERWORLD CAUGHT WIND OF JOSTEN'S DEAL!

"THE MAGGIA HAD SPECIAL REASONS TO SILENCE JOSTEN... HE USED TO BE ONE OF THEIR BOYS. SO, WHEN KEATING'S CREW WAS TAKING JOSTEN TO THE FEDERAL D.A., A SQUAD OF MAGGIA GOONS STRUCK--

"--MAKING OFF WITH OUR BOY IN A STOLEN AMBULANCE!"

BOY, NO WONDER KEATING WAS STEAMED!

KEATING IS A LOT MORE THAN *STEAMED.*

OBOY.

I WANT THIS MENACE ARRESTED, SNIDER!

TAKE IT EASY, LIEUTENANT! THE MAN IS GIVING ME A STATEMENT!

A *STATEMENT?!* HE OUGHTTA BE BEHIND BARS!! DO YOU KNOW WHAT THIS PUNK DID TO ME?!

I KNOW, AND *YOU* SHOULD KNOW BETTER THAN TO DRIVE IN PURSUIT WITHOUT A FLASHING LIGHT AND A SIREN!

OH, BUT I FORGET... YOU S.W.A.T. BOYS DON'T LET A LITTLE THING LIKE REGULATIONS GET IN YOUR WAY!

NOW SEE HERE, SNIDER--!

NO, *YOU* SEE HERE! YOU MAY OUTRANK ME, BUT THIS IS MY PRECINCT AND MY WITNESS! IF YOU WANT TO QUESTION HIM, YOU CAN WAIT!

EH?

WHY DON'T WE DO THIS SOME OTHER TIME, SNIDER?

HE'S GONE... OUT THE WINDOW!

I HOPE YOU'RE SATISFIED, KEATING! I FINALLY GET THAT CHARACTER TO MAKE A FORMAL STATEMENT, AND YOU CHASE HIM OFF!

SECONDS LATER, ROOFTOPS AWAY...

I HATED TO LEAVE SNIDER IN A LURCH LIKE THAT, BUT I'VE HAD ALL I CAN TAKE OF KRIS KEATING FOR ONE DAY! I'D RATHER SPEND A WEEK IN AN ELEVATOR WITH J. JONAH JAMESON!

BESIDES, PETER PARKER IS REALLY LATE FOR CLASSES!

SHORTLY, AFTER RETRIEVING HIS WEB-PACK...

SOMETIMES I FEEL LIKE I SPEND HALF MY TIME CHANGING CLOTHES. GUYS LIKE SUB-MARINER REALLY HAVE IT EASY ...ALL HE EVER WEARS IS SWIM TRUNKS.

MINUTES LATER, WHEN PETER PARKER FINALLY ARRIVES AT THE TEACHING ASSISTANT'S OFFICE AT EMPIRE STATE UNIVERSITY...

PHIL? WHAT'RE YOU DOING ANSWERING THE PHONE'S? WHERE'S DEB WHITMAN?

SHE CALLED IN SICK...AND AFTER SPENDING A HALF-HOUR AT THIS DESK, I CAN UNDERSTAND WHY! THIS PHONE NEVER STOPS RINGING!

MAMMA CHANG NEVER MEANT FOR ME TO BE A SECRETARY!

BLAST! I WANTED TO TALK TO DEB ABOUT THAT RIFKIN JERK SHE WAS SEEING!* I GUESS I'LL HAVE TO WAIT! I HOPE SHE'S ALL RIGHT!

*SEE AMAZING SPIDER-MAN #216, STILL ON SALE!

WELL, IF IT ISN'T THE *LATE* PETER PARKER! DR. SLOAN'S BEEN ASKING ABOUT YOU! I TOLD HIM YOU WEREN'T HERE... AS USUAL!

THANKS A HEAP, MARCY! I DON'T SUPPOSE IT OCCURRED TO YOU TO COVER FOR ME?

WHY SHOULD I? WOULD YOU COVER FOR ME?

YEAH, PROBABLY. WHAT'S WITH THE TURBAN?

THIS HAPPENS TO BE THE START OF A NEW FASHION... NOT THAT YOU'D KNOW ANYTHING ABOUT THAT!

I WISH I KNEW WHAT WAS WRONG WITH THAT LADY. SHE HAS A PERMANENT CHIP ON HER SHOULDER.

A TURBAN, EH? THE PLOT THICKENS!

WHAT ARE YOU TALKING ABOUT, STEVE?

STEP INTO MY CUBICLE, *HERR* PARKER, AND YOU'LL SEE!

OBSERVE -- THE INFAMOUS STEVE HOPKINS TALLY SHEET!

FOR THE PAST MONTH, MARCY KANE'S WORN 12 DIFFERENT SCARVES ... AND NOW, A TURBAN!

I'VE KNOWN MARCY SINCE MY FRESHMEN YEAR, AND SHE NEVER COVERED HER GOLDEN LOCKS BEFORE! SOMETHING'S UP!

OH, WELL, MAYBE THIS PROJECT OF HIS WILL KEEP HIM FROM PLAYING PRACTICAL JOKES ON THE REST OF US!

HMM... THIS MATCHBOOK I FOUND IN THE AMBULANCE... I FORGOT ALL ABOUT MENTIONING IT TO SNIDER. I WONDER...

HEY, PHIL, HAVE YOU EVER HEARD OF A CHINESE PLACE CALLED "THE CHRYSANTHEMUM AND THE SWORD?"

I'VE HEARD OF IT... BUT IT'S JAPANESE, NOT CHINESE. IT'S SOME EXCLUSIVE FLOATING RESTAURANT ... BUT IT DOESN'T OPEN UNTIL TONIGHT.

DOESN'T OPEN UNTIL TONIGHT, EH? THINGS ARE STARTING TO FALL INTO PLACE. I'D BETTER CHECK THIS OUT!

DO MY EYES DECEIVE ME? COULD IT BE THAT PARKER HAS FINALLY DECIDED TO HONOR US WITH HIS PRESENCE?

EESH!

'MORNING, DR. SLOAN. I'M SORRY I'M LATE, BUT I WAS UNAVOIDABLY DETAINED.

DR. SLOANE

REALLY? WELL, I'LL BE HAPPY TO HEAR YOUR EXCUSE... AFTER YOU FINISH PROCTORING THIS AFTERNOON'S TESTS!

YES, SIR!

THAT GIVES ME TIME TO THINK OF SOMETHING THAT SOUNDS CONVINCING.

IF IT ISN'T ONE HASSLE, IT'S ANOTHER!

THAT EVENING, AT PIER 14 ON THE HUDSON RIVER...

OH, ROD! A FLOATING JAPANESE RESTAURANT ... WHAT A CHIC IDEA!

BUT, JAMES... ISN'T IT AWFULLY SMALL?

HAH-HA! THIS ISN'T THE RESTAURANT, LUV! THIS IS MERE TRANSPORTATION!

SOON, THE AUSTERE LITTLE SAMPAN SETS SAIL DOWN THE HUDSON--

--ITS TINY DECK BRIMMING WITH THE CREAM OF MANHATTAN SOCIETY, ALL HEADED FOR A GALA EVENING...

...ABOARD THE CHRYSANTHEMUM AND THE SWORD!

ANCHORED IN THE MIDDLE OF NEW YORK HARBOR, IT IS AN ENTERTAINMENT CENTER UNLIKE ANY OTHER.

WHILE DINING IN ITS PLUSH INTERIOR, PATRONS CAN TURN AND WATCH THE FINEST KABUKI THEATER THIS SIDE OF TOKYO. AND AFTER A SUMPTIOUS MEAL WORTHY OF AN EMPEROR, THEY CAN STEP OUT INTO AN AUTHENTIC JAPANESE GARDEN.

BUT TONIGHT, THE GARDEN AREA PLAYS HOST TO A UNIQUE PRE-DINNER GUEST...

FEH! THE HARBOR GETS FILTHIER EVERY YEAR!

WOW! SOMEBODY SUNK A LOT OF MONEY INTO THIS PLACE!

EVEN IF MY HUNCH ABOUT THE SMUGGLER BEING HELD HERE IS WRONG, AT LEAST I'M IN PLEASANT SURROUNDINGS FOR A CHANGE!

LEAPING ONTO THE SHIP'S UPPER DECKS, SPIDER-MAN BEGINS SEARCHING...

INTERESTING SHOW! TOO BAD I CAN'T STICK AROUND AND SOAK UP SOME CULTURE, BUT I STILL HAVE TO CHECK THINGS OUT BELOW DECKS!

SOON, AFTER CRAWLING ALONG HALF THE SHIP, JUST ABOVE THE WATER LEVEL...

I'LL NEVER GET USED TO THESE FREAKY SQUARE PORTHOLES. I... WHOA-HO!

PAYDIRT!

PSST! HEY... JOSTEN!

MMRRPH?!

SHH! KEEP IT DOWN! I KNOW YOU WON'T BELIEVE THIS, BUT I'M ACTUALLY HERE TO HELP YOU!

YNNGH?

YEAH! NOW HERE'S MY PLAN...

BUT, EVEN AS SPIDER-MAN REASSURES THE GROGGY SMUGGLER, A PORTAL AT THE FAR END OF THE CRAMPED HOLD SLIDES OPEN, AND...

...WHILE, ABOVE ON THE MAIN DECK...

I'D SAY THE TIME IS JUST ABOUT RIGHT, WOULDN'T YOU, KANESHIRO?

MOST ASSUREDLY, MR. DUMONT, IN FACT, I HAVE ALREADY DISPATCHED ONE OF MY SAMURAI TO REMOVE THE TRAITOR FROM THE HOLD.

GOOD... VERY EFFICIENT OF YOU. WELL, LET'S GET ON WITH IT.

AS YOU WISH. FOLLOW ME.

I THINK THE MAGGIA CHIEFTAINS WILL BE VERY PLEASED WITH MY REPORT, KANE-SHIRO. I LIKE THE LOOKS OF YOUR OPERATION. THIS MAKES AN EXCELLENT FRONT FOR US.

THAT WAS OUR INTENT, WAS IT NOT?

THIS IS HITOKIRI, MR. DUMONT... ONE OF MY BEST MEN. AND, UNLIKE THE TRAITOR JOSTEN, THERE IS LITTLE CHANCE OF HIM EVER BETRAYING US. HE IS, YOU SEE, MUTE.

IS THAT SO?

TOO BAD *YOU* AREN'T MUTE, JOSTEN!

THE MAGGIA DOESN'T LIKE FORMER EMPLOYEES TALKING TO FEDERAL AUTHORITIES... ESPECIALLY WHEN THEY KNOW AS MUCH AS YOU DO ABOUT OUR OVERSEAS CONNECTIONS.

IT SHOULD CONSIDERABLY STRENGTHEN OUR DOMESTIC OPERATIONS WHEN GANGLAND LEARNS THAT WE'VE KILLED THE FORMER POWER MAN!

POWER MAN... *HAH!* WHERE'S YOUR POWER NOW? YOU'RE GETTING WEAKER WITH EACH PASSING MINUTE. WE COULD SHOOT YOU, BUT THAT WOULD BE TOO NOISY... TOO MESSY.

OUR ASSOCIATE, MR. KANESHIRO, HAS A MUCH BETTER PLAN, DON'T YOU, KANESHIRO?

SMEK

INDEED. DEATH BY DROWNING IS MOST EFFECTIVE. ONIHASHI, GET THE WEIGHTS FROM THE STORAGE CABINET.

WEIGHTS?

BUT, WHEN THE CABINET IS OPENED...

WHAT?! IT IS HITOKIRI!

HE IS BOUND IN SOME STRANGE WAY! BUT WHO--?

IMPOSTER! SO, YOU TRY TO MAKE ME LOSE FACE IN THE EYES OF THE MAGGIA, DO YOU?

SO SORRY, SHOGUN... HOW DO YOU THINK I FEEL? I WASTED A LOT OF TIME AND WEBBING, GAGGING A GUY WHO COULDN'T EVEN TALK!

I MEAN, IT'S *EMBARRASSING!*

HEY, GIMME A BREAK, WILL YA? I DIDN'T EVEN GET A CHANCE TO PRACTICE WITH THOSE SWORDS!

SNIK

WHOOPS! AND YOU COMPLAINED ABOUT LOSING FACE!

IT IS *SPIDER-MAN!*

YES, THAT'S RIGHT! IT'S ME IN ANOTHER OF MY CLEVER DISGUISES, AS YOUR FRIENDLY NEIGHBORHOOD SAMURAI!

AND NOW, FOR MY NEXT IMPRES, SION...

GYPSY ROSE LEE! A DRUM ROLL, PLEASE!

CALL YOUR BOYS BACK, KANESHIRO! I'LL PICK HIM OFF!

NO, IT IS A MATTER OF HONOR, NOW!

BUT, AS THE WARRIORS CLOSE IN ON SPIDER-MAN...

THAT WALL-CRAWLING FREAK IS FIGHTING TO SAVE MY LIFE! THE LEAST I CAN DO IS GIVE HIM A HAND!

SNAP

UNGH! I...DID IT! IT WAS A STRAIN, BUT I GOT ONE HAND FREE!

AARGH! MONTHS AGO, I COULD'VE RIPPED THIS WHOLE BOAT IN TWO--

--BUT, WITH MY POWER FADING, IT TAKES EVERY-THING I'VE GOT JUST TO... SNAP... THESE... CHAINS!

KER-

-RACK

JOSTEN! WELCOME TO THE BRAWL! FANCY HAVING YOU AS A PARTNER-IN-PERIL!

AN ENEMY'S AN ENEMY! WE CAN SETTLE PERSONAL ACCOUNTS LATER!

THWIP

KRAK

WHY, THAT LOUSY--! HE GUMMED UP MY PIECE! I CAN'T FIRE IT... I-I CAN'T EVEN LET GO OF IT!

DON'T SWEAT IT, DUMONT! IT'LL WEAR OFF--

--IN AN HOUR OR TWO!

WUNK

OH, AND I'M NOT FORGETTING YOU, MR. KANESHIRO! THIS SHOULD KEEP YOU OUT OF MY HAIR FOR A WHILE!

WAAH

SAYONARA!

BOY, THEY JUST DON'T MAKE THOSE RICE-PAPER WALLS LIKE THEY USED TO!

LOOK AT ALL OF THOSE DOGGIE BAGS! THEY MUST BE EXPECTING A LOT OF BUSINESS!

DOGGIE BAG

ヒ゛ル

ｶ..ｶ..ｶ..

SORRY. I DON'T UNDERSTAND MUCH JAPANESE.

ME NEITHER, BUT I KNOW A THREAT WHEN I HEAR ONE!

THEY DON'T SOUND TOO HAPPY, DO THEY?

WELL, THEY'RE GONNA SOUND A LOT LESS HAPPY WHEN WE'RE THROUGH WITH THEM!

WHUFF!

THAT'S WHAT I LIKE ABOUT YOU, JOSTEN-- YOUR WITTY WAY WITH CLICHES!

ﾆﾔﾘ

YOU'RE CRAZY! YOU KNOW THAT?

NO WAY THOSE FAR EASTERN BUTCHERS ARE GOING TO LAY A BLADE ON MY LITTLE WEBBED NOGGIN.

KRAK

WELL, I'M FOR GETTING OUT OF HERE!

I'M WITH YOU.

HERE, DUMONT-- YOU LOOK LIKE YOU COULD USE A PLAYMATE!

OOF!

BUT, AT THE TOP OF THE STAIRS...

WHAT THE--? THIS PLACE IS A RESTAURANT?

I ALMOST FORGOT... THEY MUST HAVE BROUGHT HIM ABOARD WHEN HE WAS STILL UNCONSCIOUS.

YEP, IT CERTAINLY IS! AND IT LOOKS LIKE WE'RE TONIGHT'S FLOOR SHOW!

LOOK, HARRY... NOW THE ACTORS ARE OVER HERE!

FUNNY... THOSE TWO DON'T *LOOK* LIKE KABUKI PLAYERS!

EASY WITH THE SWORD THERE, CLYDE! THOSE ARE PAYING CUSTOMERS!

GREAT SCOTT! THEY... THEY'RE NOT ACTING!

SWASH

EEEK!

OH, GREAT! I HAVE A RESTAURANT FULL OF PANICKY SOCIALITES IN ONE DIRECTION, A RAPIDLY WEAKENING SMUGGLER BEHIND ME, AND THESE TOSHIRO MIFUNE LOOKALIKES AHEAD OF ME!

THAT LEAVES ONE WAY OUT!

HEY, JOSTEN... CAN YOU SWIM?

YEAH, WHY?

DON'T ASK! JUST HEAD FOR THE ROCK GARDEN, AND PREPARE TO GET WET!

BUT EVEN AS SPIDER-MAN AND THE SMUGGLER SCRAMBLE OUT AMONG THE BANSAI TREES...

RUMSFORD! DON'T JUST STAND THERE, GET AFTER THEM!

CHECK!

C'MON, ADELE-- WE'RE LEAVING!

THE AIR'S GETTING A LITTLE THICK OUT HERE, TOO!

DON'T I KNOW IT!

I HAVE TO GET JOSTEN OFF THIS BOAT FAST! HE DOESN'T HAVE A SPIDER-SENSE TO TELL HIM WHEN TO ZIG AND NOT ZAG!

BDAM

PTANG

C'MON, JOSTEN... MOVE!

THAT GUY IN THE WEBBED SUIT IS LIKE A JUMPING JACK-- I CAN'T GET A BEAD ON HIM!

IDIOT! DON'T WASTE YOUR TIME ON SPIDER-MAN! GET THE SMUGGLER FIRST! GET HIM!

ELI RUMSFORD IS ONE OF EUROPE'S MOST SKILLED HITMEN. GIVEN A NORMAL TARGET--

--HE RARELY MISSES!

BLAM

THE BODIES HIT THE SURFACE OF THE WATER... ONE IN A GRACEFUL DIVE... THE OTHER DROPPING LIKE A WOUNDED GULL.

ONLY ONE SURFACES!

OKAY, YOU GOT THE IMPORTANT ONE-- NOW TRY FOR THE OTHER!

THEY... SHOT JOSTEN? OH, NO!

I HAVE TO FIND HIM! IF I HADN'T INTERFERED, HE WOULDN'T BE IN THIS FIX!

THE WATER'S SO MURKY DOWN HERE, I CAN'T SEE MORE THAN A FEW FEET IN FRONT OF ME, MAYBE IF I SWITCH ON THE SPIDER-SIGNAL LIGHT ON MY BELT--!

THERE! THAT'S BETTER!

BUT I HAVE TO HURRY! I CAN STAY UNDERWATER FOR ABOUT TWICE AS LONG AS A NORMAL MAN, BUT JOSTEN CAN'T.., ESPECIALLY IN HIS PRESENT STATE!

WAIT! WHAT'S THAT BELOW?

HALLELUJAH, IT'S HIM! BUT HE'S NOT MOVING! AM I TOO LATE?

NOW, I CAN STILL FEEL A WEAK PULSE. BUT I HAVE TO GET HIM TO THE AIR FAST--

--AND I HAVE TO SURFACE OUT OF RANGE OF DUMONT'S GUNMAN!

JOSTEN! JOSTEN, CAN YOU HEAR ME?

ƸUHNƷ

SPIDER-MAN! OVER HERE!

WHAT--?

SNIDER! MAN, AM I GLAD TO SEE YOU! I FOUND YOUR PRIZE WITNESS-- BUT HE'S PRETTY BADLY HURT!

'SALL RIGHT. WE HAVE A PARA-MEDIC ABOARD!

STRONG ARMS ASSIST SPIDER-MAN IN LIFTING THE GROGGY SMUGGLER ABOARD THE POLICE BOAT, AND THEN...

IT'S NOT THAT I'M UNGRATEFUL, SNIDER -- BUT HOW THE DEVIL DID YOU KNOW WHERE TO LOOK FOR ME?

WE WEREN'T LOOKING FOR YOU... WE WERE LOOKING FOR JOSTEN.

AS TO HOW... WE TRACED THE TIRE TRACKS OF A STOLEN CAR, QUESTIONED A FEW WITNESSES, AND CHECKED WITH SOME INFORMERS. YOU KNOW... DETECTIVE WORK!

TOUCHE! BUT HOW'S JOSTEN?

GOOD QUESTION? WELL, McCONNELL?

HE'LL LIVE, SARGE... BUT IT'LL BE A WHILE BEFORE HE DOES ANY TESTIFYING. THE BACK WOUND IS NOTHING TO SNEEZE AT, AND THERE MAY BE SOME PARALYSIS.

I'VE SENT FOR A CHOPPER TO AIRLIFT HIM TO *COLUMBIA PRESBYTERIAN HOSPITAL*. THEY'LL HAVE SPECIALISTS STANDING BY.

BUT, AS THE POLICE BOARD THE FLOATING RESTAURANT...

OFFICER, I DEMAND YOU ARREST THAT MASKED MENACE IMMEDIATELY!

WHAT?

ARREST *ME*? DUMONT, YOU HAVE TO BE KIDDING!

AM I? I REPRESENT AN INTERNATIONAL BUSINESS CONSORTIUM WHICH OWNS THIS ESTABLISHMENT. AND I CHARGE THAT SPIDER-MAN TRIED TO WRECK THIS SHIP AND ENDANGER ITS PATRONS.

I CAN SUBSTANTIATE THAT CHARGE. THIS MAN ATTACKED MY ACTORS AND MYSELF.

YOU JOY-BOYS DON'T HONESTLY EXPECT THE POLICE TO BUY THAT, DO YOU?

UH, SARGE? I'VE BEEN QUESTIONING THE CUSTOMERS, AND THEIR STORIES SEEM TO BACK UP THE CHARGES.

THAT'S RIGHT, OFFICER -- IT WAS TERRIFYING!

I DO NOT BELIEVE THIS!

YOU SEE, SERGEANT?

WELL, WE'LL HAVE TO GET STATEMENTS...

SEE HERE, SIR, WE'VE ALREADY GIVEN OUR STATEMENTS--AND WE DEMAND THAT YOU LET US GO AT ONCE!

YES.

I'M A LAWYER, SERGEANT--AND I'M TELLING YOU THAT YOU HAVE NO LEGAL RIGHT TO DETAIN THESE PEOPLE!

TELL ME THIS ISN'T HAPPENING, SNIDER--TELL ME I'M HAVING A BAD DREAM.

I...WISH I COULD, SPIDER-MAN--

--BUT IT'S YOUR WORD AGAINST THAT OF A BOAT-LOAD OF PEOPLE! WITHOUT MORE CAUSE FOR SUSPICION, WE CAN'T REALLY SEARCH THE PLACE. I'M AFRAID I MAY HAVE TO TAKE YOU IN.

I HOPE YOU'RE NOT THINKING OF GIVING ME A HARD TIME.

HMM...I WOULDN'T THINK OF IT, SNIDER.

WHAT?! NO!

BUT, YOU KNOW, THERE IS ONE THING THAT BOTHERS ME... WHEN THE SMUGGLER AND I BROKE UP THIS PARTY, DINNER WAS JUST BEING SERVED!

IT SEEMS TO ME THAT SOME OF THESE FOLKS GOT THEIR DOGGIE BAGS AWFULLY SOON!

WHY, WHAT HAVE WE HERE? THAT DOESN'T LOOK LIKE LEFTOVERS TO ME. LOOKS LIKE DRUGS.

YEAH. NOW WE HAVE GROUNDS FOR A SEARCH!

I DON'T PRETEND TO KNOW THE LAW, BUT I'LL BET THAT THERE'S A LOT MORE "DOGGIE BAGS" BELOW THAT JUST MIGHT BE THE CAUSE OF A FEW ARRESTS!

AND SO, SOME TIME LATER...

YOU'RE MAKING A BIG MISTAKE! I KNOW NOTHING OF THOSE DRUGS! I'LL HAVE YOUR BADGES! I'LL--!

OH... SHUT UP!

WELL, IT'S BEEN A LONG NIGHT, BUT I THINK EVERYTHING TURNED OUT FOR THE BEST!

HEY! WHAT'RE YOU DOING?

SOME OF THOSE DOGGIE BAGS WERE FOR REAL, SNIDER... AND I HAVEN'T EATEN ALL NIGHT!

CARE FOR SOME BEEF TERIYAKI?

ALL RIGHT, SO WHEN WAS THE LAST TIME YOU READ A STORY WHERE THE HERO FINISHED OFF AN ADVENTURE AND A GOOD MEAL AT THE SAME TIME? BUT DON'T GET THE IDEA THAT EVERYTHING'S GOING TO BE COMING UP ROSES FOR THE OL' WALL CRAWLER! NEXT ISSUE, HE HAS TO FACE...

NITRO, THE EXPLODING MAN!

50¢ | 55 JUNE 02199

MARVEL® COMICS GROUP

APPROVED BY THE COMICS CODE AUTHORITY

©1981 MARVEL COMICS GROUP

PETER PARKER, THE SPECTACULAR SPIDER-MAN®

TM

AS IF SPIDEY DIDN'T HAVE ENOUGH TROUBLE ALREADY...

NITRO'S BACK!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter gained the arachnid's powers... and in effect, became a human spider...

STAN LEE PRESENTS: THE SPECTACULAR SPIDER-MAN!®

The BIG BLOW OUT

DESPITE WHAT EARLY RISERS TELL YOU, SEVEN O'CLOCK IN THE MORNING IS **NOT** A PLEASANT TIME TO WAKE UP... ESPECIALLY FOR A FELLOW LIKE PETER PARKER!

MAYBE IT WOULDN'T BE SO BAD IF PETE WERE JUST A GRADUATE STUDENT. BUT IT SO HAPPENS THAT HE'S ALSO A TEACHING ASSISTANT, A PART-TIME PHOTOGRAPHER FOR THE **DAILY BUGLE**, AND -- OH, YES -- **SPIDER-MAN!**

AND LEADING FOUR LIVES CAN BE TIRING, EVEN FOR A MAN WITH THE PROPORTIONATE POWERS OF A **SPIDER!**

GNRRR

HUH?! WHAT?!

ROGER STERN	LUKE McDONNELL	JIM MOONEY	JOHN MORELLI	ROG SLIFER	DENNY O'NEIL	JIM SHOOTER
WRITER	PENCILER	INKER	LETTERER	COLORIST	EDITOR	WAKE-UP CALLS

AWAKENED ALL TOO SUDDENLY, AFTER A VERY HARD NIGHT, PETE STRIKES OUT AT THE ANNOYING BUZZ--MORE BY REFLEX THAN BY DESIGN...

SHUT UP, YOU!

OH, NO. WHAT HAVE I DONE?

I FINALLY GET AN ALARM CLOCK THAT WORKS, AND THEN I GO AND SMASH THE STUPID THING!

I CAN'T WIN. I JUST... CAN'T... =YEEAGH= ...WIN!

THIS'LL TEACH ME NOT TO STAY OUT PAST TWO O'CLOCK SWINGING OVER THE CITY! I DIDN'T SEE SO MUCH AS A PURSE-SNATCHER LAST NIGHT!

OH, WELL... ALLEZ...

...OOP!

TIME TO FACE THE WORLD... BRIGHT-EYED AND READY TO INSTRUCT FRESHMEN IN THE NICETIES OF CHEMISTRY 101!

A QUICK SHAVE AND SHOWER LATER...

FUNNY, I CAN'T QUITE GET OVER THE FEELING SOMETHING'S NOT RIGHT!

BUT I DON'T KNOW WHAT COULD BE WRONG. I'M ALIVE AND AWAKE... MY SPIDER-MAN GEAR IS TUCKED IN AND READY...

... I EVEN HAVE ENOUGH TIME TO SLIP ON MY STREET CLOTHES AND TAKE A BUS TO THE CAMPUS FOR A CHANGE--LIKE A NORMAL HUMAN BEING!

NOT THAT I AM--!

IT MUST BE MY IMAGINATION! I'M JUST GETTING PARANOID IN MY OLD AGE!

GOT MY BOOKS ...GOT MY KEYS ... GOT MY WALLET...WHAT COULD GO WRONG?!

NOK NOK NOK

PARKER? I KNOW YOU'RE IN THERE!

OH, NO -- IT'S MY LANDLADY, MRS. MUGGINS! IT CAN'T BE THAT TIME OF THE MONTH ALREADY!

RENT DAY, MR. PARKER!

NOK NOK

THERE'S NO USE IN HIDING -- I KNOW YOU HAVEN'T LEFT YET, PARKER! PARKER!

BUT IF MRS. MUGGINS WOULD JUST BOTHER TO USE HER PASS KEY, SHE'D DISCOVER THE MODEST ONE-BEDROOM APARTMENT IS NOW VACANT --

--ITS TENANT HAV-ING MADE A SWIFT EXIT VIA THE BATHROOM SKYLIGHT...

... SWINGING AWAY ON GOSSAMER-THIN STRANDS OF WEBBING!

THAT LADY NEVER FAILS TO COME CALLING FOR THE RENT RIGHT WHEN I'M DOWN TO MY LAST FIVER!

I REALLY SHOULD MANAGE MY MONEY BETTER. AT LEAST I GET MY TEACHING ASSISTANT'S PAYCHECK SOON... THAT SHOULD JUST ABOUT BAIL ME OUT!

YEAH... FOR THIS MONTH! BUT WHAT WITH THAT FIRE WE HAD A FEW WEEKS AGO,* I'M AFRAID THAT A RENT INCREASE IS JUST AROUND THE CORNER!

THERE WAS TALK OF A RENT HIKE BEFORE THE FIRE--

*AMAZING SPIDER-MAN #214.--DENNY.

--AND NOW IT MUST BE A SURE THING! AFTER ALL THE DAMAGE AND REPAIRS... AND THE INSURANCE COMPANY PUTTING US UP IN THE ***PLAZA*** OF ALL PLACES...

...THE MUGGINS' INSURANCE RATES MUST BE GOING THROUGH THE CEILING! I WOULDN'T BLAME THEM FOR UPPING THE RENT!

BUT AN INCREASE WOULD PUT QUITE A STRAIN ON MY BANK BOOK!

MAYBE I COULD TALK JONAH JAMESON INTO RAISING MY PHOTO RATE!

SURE! AND MAYBE COWS WILL LEARN TO FLY! IT'S EASIER TO GET BLOOD FROM A STONE, THAN TO PRY MONEY OUT OF THE ***BUGLE'S*** PENNY-PINCHING PUBLISHER!

I SUPPOSE I COULD CHECK WITH DR. SLOAN ABOUT GETTING A RAISE IN MY T.A. SALARY FOR NEXT TERM.

BUT, THIS MORNING, I HAVE SOMETHING MORE IMPORTANT THAN MONEY TO WORRY ABOUT!

DEBORAH WHITMAN WAS GOOD ENOUGH TO PATCH ME UP THE OTHER DAY, AND THAN I RAN OFF TO PLAY SPIDER-MAN WITHOUT SO MUCH AS A "BUY YOUR LEAVE"!

AND WHEN I DROPPED BY HER PLACE LATER...

*AMAZ. SPIDER-MAN #215.--D.

SHE WAS ENTERTAINING SOME HOMETOWN PREPPIE FRIEND.*

I FEEL LIKE SUCH A JERK! I WANTED TO APOLOGIZE TO HER YESTERDAY--

STAIR

*AMAZING SPIDER-MAN #216.--D.

--BUT SHE CALLED IN SICK.* I HOPE SHE'S IN TODAY. I REALLY NEED TO TALK TO HER. I GET THE DISTINCT FEELING DEB'S HAD SOME BIG HURTS IN HER LIFE--

--AND I'D HATE TO THINK THAT I'VE ADDED TO THEM!

DEPARTMENT OF BIO-PHYSICS

*LAST ISSUE.--D.

AH, SHE'S BACK! GREAT!

HI, DEB! FEELING BETTER?

WHAT? OH... HELLO, PETER. YES, THANK YOU. IT WAS... NOTHING SERIOUS.

I JUST WANTED TO SAY I'M SORRY. I ACTED LIKE A --!

THAT'S ALL RIGHT, PETER. I'M SURE YOU HAD YOUR REASONS.

NOW, IF YOU'LL EXCUSE ME-- I HAVE A LOT OF REPORTS TO TYPE.

CONGRATULATIONS, PARKER--YOU'VE JUST WON THE COLD SHOULDER AWARD. AND NOBODY DESERVES IT MORE!

WHEN I RAN OUT ON DEB, IT WAS TO CHECK ON A LADY I HARDLY KNEW... A LADY WHO ALMOST KILLED ME!*

KING OF THE LOUSES, THAT'S ME! I WOULDN'T BLAME DEB IF SHE NEVER SPOKE TO ME AGAIN!

*A S-M #215--D.

I WISH A TEN TON WEIGHT WOULD FALL ON ME!

EH? MARCY?

ONE SIDE, PARKER!

DR. SLOP

IS THIS SOME NEW FASHION, OR HAVE YOU JOINED THE ROYAL SCOTS GUARD?

"HAH--HAH"... VERY FUNNY!

SEE, PETE--IT'S LIKE I TOLD YOU, MARCY WEARS SOME DIFFRENT KIND OF HEADGEAR EVERY DAY.

UH-HUH. YOU GOING TO ADD THE "TAM-O-SHANTER" TO YOUR TALLY SHEET, STEVE?

I'M GONNA DO MORE THAN THAT! I THINK IT'S TIME FOR YOURS TRULY, STEVE HOPKINS, TO ENGAGE IN A LITTLE COVERT ACTIVITY... JUST TO SATISFY MY CURIOSITY!

HEY, PETE... WHAT'RE YOU DOIN' HERE SO EARLY ON A THURSDAY?

THURSDAY?! THIS IS THURSDAY?! OH, NO! I DON'T HAVE ANY CLASSES TODAY UNTIL NOON!

CONGRATS, M'MAN ...YOU'VE DONE YOURSELF IN! BUT DON'T TAKE IT TOO HARD!

THIS IS PAYDAY!

AND, AS PETE CONTEMPLATES THREE HOURS OF LOST, BLISSFUL SLEEP...

...ABOUT A HUNDRED MILES TO THE NORTH, AT THE U.S. DEPARTMENT OF ENERGY FACILITY KNOWN AS PROJECT PEGASUS--

--TWO EARLY MORNING VISITORS ARE CAUSING A CONSIDERABLE AMOUNT OF CONSTERNATION!

MR. BALE... MS. HUNTER... Y-YOU CAN'T BE SERIOUS!

WE'RE VERY SERIOUS, DR. WILBURN! AS MS. HUNTER'S ATTORNEY--

P.E.G.A.S.U.S.

--I'M TELLING YOU THAT YOU HAVE NO RIGHT TO HOLD HER FATHER AGAINST HIS WILL!

MR. BALE, MR. HUNTER IS AN EXTREMELY DANGEROUS INDIVIDUAL. THE PROJECT OBTAINED CUSTODY OF HIM FROM FEDERAL AUTHORITIES ONLY AFTER CONSIDERABLE STRENGTHENING OF OUR SECURITY SYSTEMS--!

I UNDERSTAND YOUR CONCERN, SIR-- AND I'M WELL AWARE OF THE NUMBER OF CHARGES AGAINST MR. HUNTER. HOWEVER, THE FACT REMAINS--

--THAT THE MAN IS YET TO HAVE HIS DAY IN COURT!

YOU CAN'T KEEP HIM HERE TO USE AS A GUINEA PIG FOR YOUR ENERGY EXPERIMENTS! NOT WITHOUT DUE PROCESS OF THE LAW OR HIS CONSENT!

I HAVE A WRIT HERE WHICH DEMANDS YOU TURN HIM OVER TO HIS DAUGHTER'S CUSTODY!

VERY WELL, BALE-- YOU LEAVE ME NO CHOICE IN THIS MATTER!

HELLO, COMPOUND? THIS IS DR. WILBURN AT SURFACE LEVEL ONE. BRING UP SUBJECT "N".

IT WON'T BE LONG NOW, VIRGINIA. YOU'LL SOON HAVE YOUR FATHER BACK.

I DON'T KNOW HOW TO THANK YOU, EMERSON!

SAVE THE THANKS UNTIL YOU SEE MY BILL!

SHORTLY...
HERE HE IS, SIR.
THANK YOU, FINCH.
EH? WHAT THE DEVIL IS THIS?
THIS IS ROBERT HUNTER, MR. BALE. HE WAS APPREHENDED IN A GASEOUS STATE AND SIPHONED OFF INTO SEPARATE TANKS TO PREVENT HIM FROM REFORMING.
DADDY'S IN... THERE?
THIS... THIS IS MONSTROUS!
IT'S INCIDENTS LIKE THIS THAT GIVE SCIENCE A BAD NAME!
I DEMAND YOU RELEASE HIM AT ONCE!
GAS
UND
PRES
S
DER
SURE
YOU HEARD THE MAN, FINCH.
YES, SIR. I JUST HOPE HE KNOWS WHAT HE'S DOING!
SLOWLY, TENDRILS OF SWEET-SMELLING VAPOR POUR FROM THE TWIN TANKS--
--ROLLING, CONDENSING, AND FINALLY TAKING ON THE FORM OF A MAN--!
LIKE SOME LATTER-DAY GENIE THE SILVER-HAIRED IMAGE SLOWLY TAKES ON SUBSTANCE. HE SHUDDERS, AND THEN GASPS AS IF TAKING HIS FIRST BREATH.
F-F-FREE!
DADDY, ARE YOU ALL RIGHT?
EH? VIRGINIA? WHAT ARE YOU DOING HERE?
JUST RELAX, MR. HUNTER. I'M YOUR DAUGHTER'S ATTORNEY IF YOU'LL JUST WAIT, WE'LL HAVE YOU OUT OF HERE IN NO TIME!
NO! I'M NOT WAITING FOR ANYTHING! I'M LEAVING-- NOW!
SIR, WHAT--?
GET BACK, FINCH! I'M FAMILIAR WITH HIS FILE! THAT GLOW MEANS HE'S ABOUT TO--!

DR. WILBURN'S WORDS ARE ABRUPTLY CUT OFF, AS THE PURPLE-CLAD MAN SUDDENLY EXPLODES WITH NIGHT-MARISH FORCE!

WAH-BOOM

WHEN THE SMOKE CLEARS, ALL THAT REMAINS IN THE RUBBLE-STREWN ROOM IS A SMALL, STEAMING CRATER...

--AND THE UNCONSCIOUS FORMS OF VIRGINIA HUNTER, EMERSON BALE, AND TWO OTHERS SEEMINGLY CARRIED OUT OF HARM'S WAY BY THE SHOCKWAVE!

AND THEN, THE VAPORS BEGIN TO CONGEAL ONCE MORE, TWISTING AND COMPACTING INTO HUMANOID FORM...

...THE FORM OF ROBERT HUNTER, THE BEING ALSO KNOW AS **NITRO**, THE **EXPLODING MAN!**

HA HA HA HA HA

BREEOOEOE

EH? I MUSTA TRIPPED SOME SECURITY ALARM!

I'D STAY TO FLATTEN THIS PLACE, BUT I'VE GOT MORE IMPORTANT THINGS TO DO!

MY BLOW-OUT RIPPED A HOLE IN THE WALL!

I'LL JUST SCOOP UP VIRGIE AND HER LAWYER AND GET OUTTA HERE!

THERE'S VIRGIE'S CAR... SHE'S STILL DRIVING THAT THREE YEAR OLD COMPACT!

A GOOD ARTIST LIKE HER OUTTA BE ABLE TO AFFORD SOMETHIN' BETTER. I HOPE THAT THING'S GOT DECENT PICK-UP!

TIME PASSES -- MINUTES TRICKLING BY, TURNING INTO HOURS -- UNTIL FINALLY...

VIRGIE?

HUUNGH?

WAKE UP, VIRGIE! THAT'S IT-- OPEN UP YOUR EYES AND LIVE!

D-DADDY?

YEAH, IT'S ME -- YOUR LOVIN' OLD MAN. YOU'RE HOME, LITTLE GIRL.

I SEE THAT THINGS HAVEN'T CHANGED MUCH SINCE THE LAST TIME I WAS HERE...

... SAME THREE STORY SOHO WALK-UP, SAME CARPET, SAME PLANTS. ONLY YOUR PAINTINGS ARE NEW. BUT THEN, YOU ALWAYS PAID ATTENTION TO YOUR ART, DIDN'T YOU?

DADDY, PLEASE! DON'T--!

MR. HUNTER YOU'RE MAKING A GRAVE MISTAKE!

SHADDAP, LAWYER! I'M NOT ROBERT HUNTER ANY-MORE -- I'M NITRO, UNDER-STAND?

PLEASE LISTEN TO HIM, DADDY! MR. BALE WANTS TO HELP YOU!

HELP ME? LIKE *YOU* TRIED TO HELP ME--

-- WHEN YOU TRIED TO HAVE ME COMMITTED?!

SMAK

HUNTER! BE REASON-ABLE, MAN!

DIDN'T I TELL YOU TO SHUT YOUR TRAP, BALE?

YOU DON'T UNDERSTAND, DO YA? I DON'T HAVE TO BE REASONABLE -- NOT WITH THE POWER I HAVE!

ALL MY LIFE I WAS STEPPED ON, SHOVED AROUND BY DOZENS OF STRAW BOSSES ...FORCED INTO RETIREMENT! THEN THE LUNATIC LEGION OFFERED ME POWER!

BUT YOU DIDN'T BELIEVE ME, DID YA? DIDN'T BELIEVE YOUR OLD MAN WHEN HE TOLD YA HE HEARD VOICES FROM SPACE!

BUT THOSE VOICES WERE ***REAL***! THEY TURNED ME INTO NITRO--I WAS THEIR DEADLIEST AGENT ON EARTH.* AN' NOW, ALL I WANT TO DO IS GET REVENGE ON CAPTAIN MARVEL!

DADDY! Y-YOU'RE HURTING ME!

I'LL EASE UP IF YOU TELL ME WHERE TO FIND CAPTAIN MARVEL!

*CAPTAIN MARVEL #34.

B-BUT I DON'T KNOW WHERE HE IS, YOU KNOW I DON'T FOLLOW THE NEWS!

DENVER!

HUH?

CAPTAIN MARVEL WAS RECENTLY IN NEW YORK*, BUT ACCORDING TO LAST NIGHT'S NEWS, HE HAD RETURNED TO DENVER!

*MARVEL SPOTLIGHT #12--D.

THANKS, BALE--YOU'VE JUSTIFIED YOUR EXISTENCE... FOR NOW!

C'MON, LITTLE GIRL!

WHERE ARE WE GOING?

FIRST, WE'RE GONNA GO TO YOUR BANK AND WITHDRAW SOME TRAVELIN' MONEY--

--AND THEN, WE'RE OFF TO DENVER!

SLAM

WE SHOULD HAVE LISTENED TO DR. WILBURN. HE'S MORE DANGEROUS THAN I WOULD HAVE EVER IMAGINED!

AND I'M RESPONSIBLE FOR SETTING HIM FREE! HE MUST BE STOPPED!

HOBBLING TO THE TABLE, THE DESPERATE LAWYER KNOCKS THE TELEPHONE HANDSET FREE, AND THEN...

THANK HEAVEN FOR PUSH-BUTTON PHONES!

BEEP

OPERATOR... MAY I HELP YOU?

THIS IS AN EMERGENCY! GET ME THE POLICE!

MEANWHILE, AT A CERTAIN BRANCH BANK...

ONE GOOD THING ABOUT THIS BEING THURSDAY -- I GOT MY CHECK FROM THE UNIVERSITY FOR PLAY-ING TEACHER.

NOT THAT THIS LEAVES ME ROLL-ING IN DOUGH --

-- BUT AT LEAST NOW I CAN PAY THE RENT... AND MAYBE HAVE ENOUGH LEFT OVER TO BUY A BIG MAC!

SIGHE WHY COULDN'T I HAVE BEEN BORN WEALTHY?

ONE SIDE, SHORTY! WATCH WHERE YOU'RE GOIN'.

HUH?

OH... SURE. SORRY.

WHAT THE HEY? WHEN THAT OLD GUY BRUSHED PAST ME, I THOUGHT MY SPIDER-SENSE WAS GOING TO BURN OUT SOME BRAIN CELLS, WARNING ME OF DANGER!

BUT HOW COULD AN OLD MAN AND A MIDDLE AGED WOMAN PRESENT ANY KIND OF DANGER?

AW, I MUST HAVE JUST IMAGINED IT!

YEAH, THAT'S IT. MISSING THOSE EXTRA HOURS OF SLEEP HAS MADE ME PUNCHY!

WEEOOO

ON THE OTHER HAND...

...I COULD BE WRONG!

THOSE TWO UNIFORM BOYS ARE IN A BIG HURRY! I WONDER IF I SHOULD LEND A HAND?

LICE

NAW, WHAT AM I THINKING? IT'S PROBABLY A LAME ROBBERY ATTEMPT!

IF I BUTTED IN AS SPIDER-MAN, I'D PROBABLY JUST GET IN THE WAY!

THE N.Y.P.D. IS MORE THAN CAPABLE OF HANDLING THAT OLD GEEZER!

BUT BEFORE PETER CAN TAKE ANOTHER STEP, HIS SPIDER-SENSE FLARES TO LIFE AGAIN, WARNING HIM OF IMPENDING DANGER!

HOLEE--!

SIMULTANEOUSLY WHIRLING AROUND AND LEAPING BACKWARDS, PETER JUST MANAGES TO RIDE OUT THE SHOCKWAVE OF THE STARTLING EXPLOSION WHICH RIPS THROUGH THE BANK'S GLASS-AND-STEEL FACADE.

KOOM

POL

ALIGHTING NIMBLY ON HIS FEET, THE AGILE YOUTH SPINS AND SPRINTS OUT OF SIGHT, DOWN AN ADJACENT ALLEY.

BRO-THER! THAT'LL TEACH ME NOT TO DOUBT MY SPIDER-SENSE!

IF ANYONE'S BEEN SERIOUSLY HURT...

PARKER LETS THE THOUGHT TRAIL OFF. ONCE, YEARS BEFORE, HE FAILED TO ACT--AND AS A RESULT, HIS BELOVED UNCLE BEN WAS KILLED.

NOW, AS HE CONCENTRAITS ON REACHING THE ROOFTOPS, HE PRAYS THAT HIS INACTION HAS NOT RESULTED IN MORE DEATHS.

MEANWHILE, IN THE RAVAGED BANK...

I DON'T KNOW WHY I DIDN'T DO THIS IN THE FIRST PLACE! NOW I HAVE ENOUGH CASH TO CHASE CAPTAIN MARVEL TO THE ENDS OF THE EARTH!

UUUHNN!

WHY, DADDY, *WHY?!* YOU WERE NEVER A THIEF BEFORE...WHAT DID THEY DO TO YOU?

WHO? THE LUNATIC LEGION? THEY GAVE ME *POWER!* SHOWED ME WHAT IT COULD DO!

WHAM!

SOUNDS LIKE YOUR TEACHERS DIDN'T SHOW YOU ENOUGH, POPS!

OH!

I ASSUME FROM THE FANCY PURPLE SUIT, THAT YOU'RE THE BIG BAD WOLF THAT BLEW THE BANK DOWN! THAT BEING THE CASE, I'D SAY YOU PICKED THE WRONG BANK ON THE WRONG DAY!

AH, BUT I SEE YOU'RE CONFUSED! DON'T YOU RECOGNIZE ME? THE NAME'S SPIDER-MAN--AND I KNOW A FEW THINGS ABOUT POWER MYSELF!

POWER REQUIRES AN EQUAL AMOUNT OF RESPONSIBILITY. LIKE THE MAN SAYS... YOU MUST BE HONEST TO LIVE OUTSIDE THE LAW!

THAT'S REAL POETIC, CREEP! BUT ONLY POWER MATTERS TO NITRO!

SHEESH! WHAT A CORNBALL! STILL, HE'S GOT MY SPIDER-SENSE BUZZING AGAIN!

AND I DON'T LIKE THE LOOKS OF THAT GLOW HE'S GIVING OFF!

AND AN INSTANT LATER...

BAM

I DON'T BELIEVE IT! HE BLEW UP... LITERALLY!

IF I HADN'T JUMPED BACK WHEN I DID, I'D BE SPIDER-BURGERS RIGHT NOW!

POLICE

AS IT WAS, THE CRAZY OLD FOOL'S SHOCKWAVE BLEW ME CLEAR ACROSS THE STREET!

AND THEN...

B-BUT YOU JUST BLEW UP! HOW--?

HOW ISN'T IMPORTANT! SUFFICE IT TO SAY THAT I CAN EXPLODE AGAIN AND AGAIN!

WELL, I'LL ADMIT YOU BLOW UP REAL GOOD, BUT YOU'RE NOT MUCH IN THE SPEED DEPARTMENT!

EH?

HERE I AM... RIGHT BEHIND YOU!

HOPE YOU DON'T MIND IF I WRAP THIS UP IN A HURRY!

THWIPP

TWIPP

WHAT IS THIS!?

WHY, IT'S GENUINE SPIDER-MAN SPIDER-WEBBING, PATENT PENDING.

GUARANTEED TO HOLD EVEN THE HARDIEST EXPLODING SENIOR CITIZEN!

SO YOU THINK I'M HELPLESS, DO YOU?

CLEAR THE STREETS!

UH-OH!

I'M *NEVER* HELPLESS! SURE, I'VE BEEN DEFEATED, BUT NEVER FOR LONG... BECAUSE I CAN'T BE DESTROYED!

BUT YOU CAN!

WHAM

WOW! THAT WAS AN EVEN BIGGER BLOW THAN BEFORE! THE FORCE OF THE EXPLOSION ACTUALLY BLEW MY WEBBING TO SHREDS!

GOOD THING THE PEDESTRIANS SCATTERED!

THE OL' SPIDER-SPEED WAS JUST FAST ENOUGH TO GET ME OUT OF THE WAY... BUT ANOTHER SPLIT-SECOND AND I'D HAVE JOINED THE CHOIR INVISIBLE!

AND THEN, BEFORE THE WALL-CRAWLER'S STARTLED GAZE, THE MISTS PULL THEMSELVES TOGETHER...

YOU SEE? I TOLD YOU...

... NITRO *CAN'T* BE DESTROYED!

THAT'S A PRETTY GOOD TRICK, GRAMPS -- BUT I BET YOU HIT LIKE AN OLD LADY!

HAH! YOU'RE JUST LIKE ALL THE REST!

THEY ALL THOUGHT MY AGE MADE ME WEAK...HELPLESS... BUT I'VE ALWAYS BEEN STRONG... AND THE LUNATIC LEGION MADE ME EVEN STRONGER!

IS THAT SO?

GEE, IT'S TO BAD THEY DIDN'T WARN YOU NOT TO TELEGRAPH YOUR PUNCHES!

I FIGURED THAT A FEW OLD-AGE TAUNTS MIGHT MAKE HIM RECKLESS. NOW, I HAVE TO KEEP HIM OFF-BALANCE SO HE CAN'T BLOW UP ON ME AGAIN!

PUNCHING DOESN'T SEEM TO BE YOUR THING -- MAYBE YOU'RE THE FLYING TYPE!

NOPE, NOT TOO GOOD! I CAN JUMP A LOT HIGHER THAN YOU CAN FLY!

TELL YA WHAT, THOUGH--

--I'LL SHOW YOU ONE OF MY TRICKS!

THWIP

THWIP

VOILÁ! THE TWO-HANDED WEB-TOSS!

YOU BLASTED IDIOT! WHAT DO YOU THINK YOU'RE DOING?

ME? I'M JUST GOING FOR MY MID-AFTER-NOON CON-STITUTIONAL!

WHY DON'TCHA COME ALONG? IT'LL BE FUN!

♪OH, HE FLOATS THROUGH THE AIR WITH THE GREATEST OF EASE ♪

HOW'S IT GOING BACK THERE, NITRO ?

PUT...ME...DOWN!

HEH-HEH! I'M SUCH A STINKER!

SWINGING NITRO AROUND LIKE A PENDULUM IS KEEPING HIM SO DIZZY, HE CAN'T CONCENTRATE ENOUGH TO BLOW UP!

THE ONLY THING IS... WHAT DO I DO NEXT? I CAN'T SWING HIM AROUND TOWN INDEFINITELY!

GEEZ, AN'ALL THESE YEARS I THOUGHT SPIDER-MAN WAS JUST A GIMMICK THE *DAILY BUGLE* DREAMED UP TO SELL PAPERS!

SOONER OR LATER I'M GONNA HAVE TO DEAL WITH THIS BOZO!

WE'RE GETTING PRETTY CLOSE TO HARBOR...MAYBE A DUNKING WILL DAMPEN HIS FUSE!

AFTER ALL, I PULLED A SIMILAR NUMBER ON THE SCORPION ONCE, AND IT WORKED PRETTY WELL!

ON THE OTHER HAND, NITRO MIGHT TAKE TO WATER LIKE A HUMAN DEPTH CHARGE!

CHEMICO INC.

DECISIONS, DECISIONS! WHAT'LL I ... *HEY!*

I'LL BET THAT CHEMICAL WAREHOUSE IS JUST WHAT I NEED!

THWIPP

YEP, THERE IT *IS*...THAT TELL-TALE SECOND-STORY OUTCROPPING!

CHEMICO INC.

UNLESS MY CHEM PROF WAS PUTTING ME ON WHEN HE GAVE ME HIS LECTURE ON CHEMICAL STORAGE PROCEDURES THAT ADDED CHAMBER SHOULD HAVE JUST WHAT I NEED TO HANDLE GRANDPA KA-BOOM!

AND AWAY HE GOES!

HIGH, HIGH INTO THE AIR STREAKS THE SILVER-HAIRED BEING, STRAIGHT UP--

--AND THEN, STRAIGHT DOWN!

YAAHH!

HI, THERE CHUCKLES!

NOT TO WORRY! I'LL MAKE SURE YOU HAVE A NICE SOFT SPOT TO LAND!

EMICO

FWUMP

AH, BULLSEYE!

NOW I ASK YOU, NITRO... DIDN'T THAT RIDE BEAT CONEY ISLAND ALL HOLLOW?

YOU MANIAC! I'M GONNA BLOW MYSELF FREE, AND THEN--!

I WOULDN'T DO THAT IF I WERE YOU! YOU'RE SITTING ON A POWDER KEG... SO TO SPEAK!

BUT NITRO ONLY GLOWS ALL THE BRIGHTER, AND THEN...

YEESH! I TRIED TO WARN HIM, BUT HE WOULDN'T LISTEN! THAT CHAMBER WAS FILLED WITH *REAL* NITRO...

KROOM

...***NITROGLYCERINE!*** CHEMICAL COMPANIES STORE THEIR EXPLOSIVE STUFF IN CHAMBERS LIKE THAT... SO ACCIDENTAL EXPLOSIONS WON'T DESTROY THE WHOLE BUILDING!

I-I GUESS THAT'S THE END OF NITRO!

BUT...

WHAT? AFTER THAT INTENSE EXPLOSION HE CAN STILL RE-ASSEMBLE HIMSELF!

I FIGURED THAT HE'D BE SCATTERED TO THE WINDS. HOW DO I STOP THIS GUY?

SPIDER-MAN!

SHOW YOURSELF, YOU COWARD!

UP HERE, OLD TIMER! COME AND GET ME!

YEAH... PLEASE COME AND BLOW ME TO BITS!

THINK FAST, PARKER! YOU PROBABLY HAVE ALL OF FIVE SECONDS TO THINK OF A WAY TO STOP A GUY WHO CAN'T BE STOPPED!

WHAT'S THIS?

SAY, THERE MUST BE A GUARDIAN ANGEL WHO WATCHES OVER FOOLS AND SPIDER-MEN.

NAUSEA GAS

SEA

HAVE I EVER GOT AN IDEA!

MEANWHILE, OUTSIDE...

BLAM

THAT YOUNG TWIRP PROBABLY THINKS I HAVE TO BLOW MY WAY INTO THE BUILDING. BUT I'VE LEARNED TO CHANNEL MY POWER INTO EXPLODING PUNCHES!

THESE HAND-AND-FOOTHOLDS WILL GET ME UP TO HIS LEVEL IN SECONDS!

ALL RIGHT, SPIDER-MAN--HERE I AM! IF YOU HAVE ANY NERVE, YOU'LL FACE ME!

HEY, I'VE ALWAYS BEEN A PRETTY NERVY GUY... AND THAT'S ONE OF THE NICER THINGS PEOPLE SAY ABOUT ME!

YOU'VE MOCKED ME FOR THE LAST TIME!

GOSH, I HOPE SO! BUT JUST TO MAKE SURE--

--I BROUGHT YOU A GOING AWAY PRESENT! AND COATED IT WITH MY EXTRA-STICKY WEBBING... TO KEEP YOU FROM DROPPING IT, BUTTER-FINGERS!

WHAT?!

BLAST YOU! EVEN MY HANDS ARE STUCK TO THIS GOO!

BUT I WON'T STAY STUCK FOR LONG! I'LL BLAST MYSELF FREE!

THAT'S WHAT I'M COUNTING ON!

AT TOP SPEED, THE AMAZING ADVENTURER HURLS HIMSELF FROM THE CHEMICAL WAREHOUSE--

CHEMICO

--JUST SECONDS BEFORE THE BUILDING ERUPTS WITH THE FULL FORCE OF NITRO'S EXPLOSIVE FURY!

ICHE M

KRAK-A-DOOM

SCRATCH ONE WAREHOUSE! I HOPE THE CHEMICO PEOPLE HAVE A GOOD INSURANCE POLICY!

AND THEN, AFTER A FEW MINUTES OF PICKING THROUGH THE RUBBLE...

HEY, NITRO! YOU GONNA STAY IN ONE PIECE FOR A WHILE?

UUUNNH

W-WHAT...WHAT DID YOU DO TO ME? I--FEEL AWFUL! C-CAN'T CONCENTRATE ENOUGH TO 'SPLODE!

CAN'T...EVEN... S-STAND!

I'M SURPRISED YOU CAN EVEN TALK! THAT CANISTER WAS FULL OF NAUSEA GAS... YOU KNOW, THE STUFF USED TO BREAK UP RIOTS!

THE PARTICULAR BRAND PRODUCED BY **CHEMICO** HAPPENS TO COMBINE WITH OTHER GASES QUITE EASILY!

I FIGURED IT MIGHT COMBINE WITH YOUR VAPOR-FORM WHEN YOU EXPLODED... AND FROM THE LOOKS OF THINGS, I WAS RIGHT!

THAT NAUSEA GAS IS NOW PART OF YOU CHEMISTRY, NITRO! I'M AFRAID YOU'RE GOING TO BE SICK FOR A LONG TIME! I'M SORRY!

SOON, AFTER THE POLICE ARRIVE, WITH EMERSON BALE AND VIRGINIA HUNTER IN TOW...

IT WASN'T THE NICEST WAY TO STOP A MAN, BUT HE DIDN'T GIVE ME MUCH CHOICE.

WE'D BETTER MAKE THIS TRIP SLOW AND STEADY, SAL.

GOTCHA! I'LL TRY TO AVOID THE BUMPS AND POTHOLES!

FOR WHAT IT'S WORTH, MISS HUNTER, I'M SORRY IT TURNED OUT THIS WAY!

AMBULANCE

I UNDERSTAND, SPIDER-MAN. YOU DID WHAT YOU HAD TO DO.

I'M JUST GLAD YOU STOPPED HIM BEFORE HE HURT ANYONE ELSE.

WELL, BALE, WHAT HAPPENS NEXT?

THAT'S HARD TO SAY. THE COURT WILL HAVE TO DECIDE IF NITRO IS WELL ENOUGH TO STAND TRIAL.

I'LL HAVE TO EXCUSE MYSELF FROM THE CASE NOW. I COULDN'T DEFEND THAT MAN IN GOOD CONSCIENCE--

--NO MATTER HOW MUCH I BELIEVE IN DUE PROCESS! I COULDN'T REPRESENT A MAN I KNOW IS GUILTY.

IN A PERVERSE SORT OF WAY, IT'S ALMOST FUNNY. I HAD PLANNED TO DEFEND NITRO ON THE GROUNDS THAT HIS POWER HAD DRIVEN HIM TEMPORARILY INSANE.

BUT, AFTER SEEING HIM IN ACTION, I KNOW THAT I WAS WRONG. ROBERT HUNTER KNOWS WHAT HE IS, AND ENJOYS HIS POWER. IT'S SAD, THOUGH, BECAUSE DEEP DOWN...

...HE'S JUST A BITTER OLD MAN.

SPIDER-MAN?

GAMING

BUT, THE YOUNG MAN BALE ADRESSESS IS ALREADY SEVERAL STORIES STRAIGHT UP, SCURRYING AWAY INTO THE DARKENING SKIES...

AND SHORTLY, ON A NEARBY ROOFTOP...

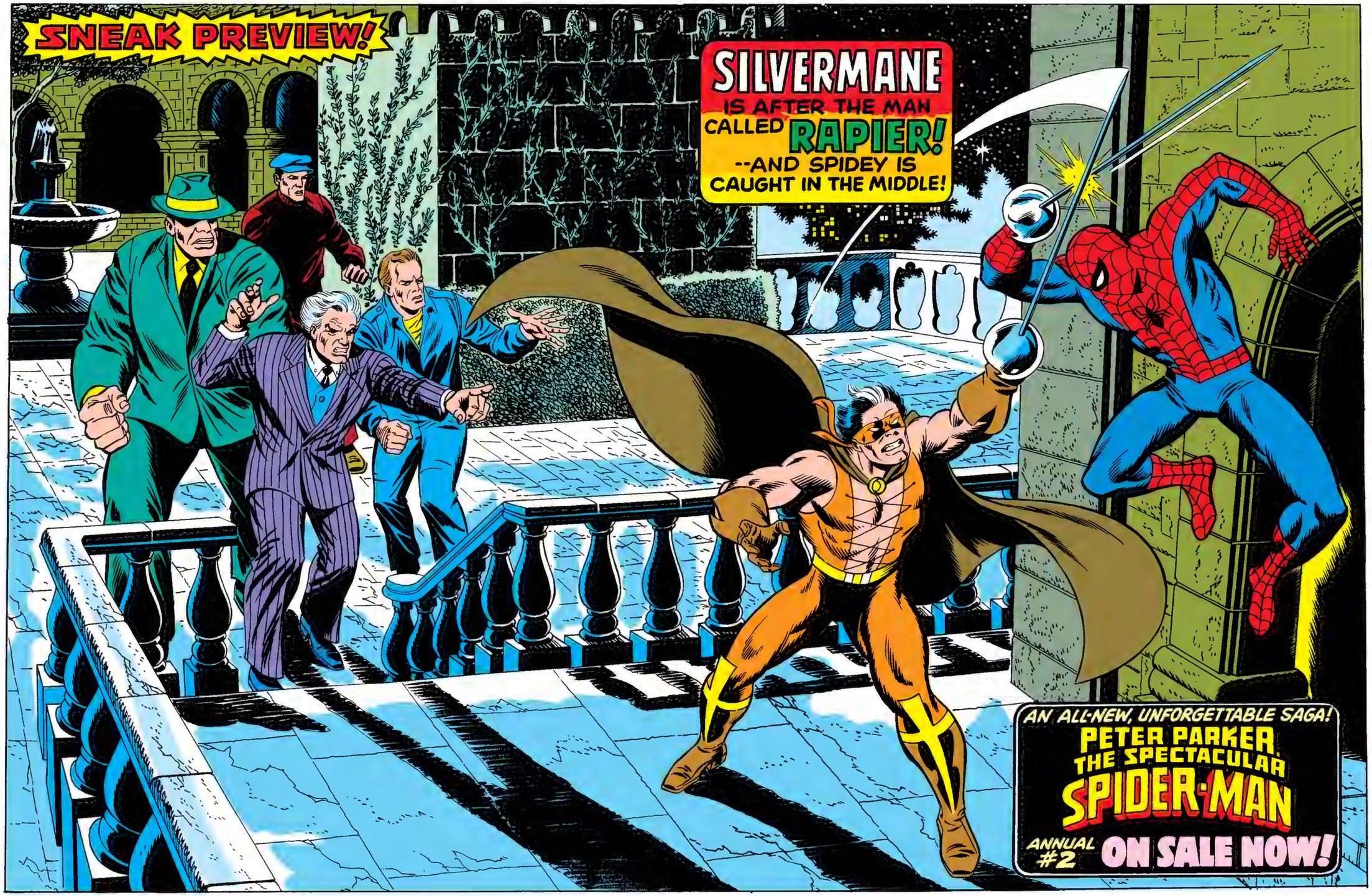
I OUGHTTA BE TURNING FLIPS AND CLICKING MY HEELS... INSTEAD, I *FEEL* LIKE A HEEL!

MAYBE IT'S BECAUSE OF WHAT BALE SAID... IN THE FINAL RECKONING I DEFEATED A MENACE WHO WAS JUST A BITTER OLD MAN!

PHOOEY! EVEN WHEN I WIN, IT FEELS LIKE LOSING!

THE END.

The Spectacular Spider-Man Annual #2 house ad
from *Marvel Treasury Edition* #27 (1980)



The Spectacular Spider-Man #47, page 15 original art
by Marie Severin & Bruce Patterson

SAY, THAT'S RIGHT! WE ***ARE*** IN THE GARMENT DISTRICT, AREN'T WE?

THIS IS MIGHTY THOUGHTFUL OF YOU, PROWLER! MY TAILOR WAS TELLING ME I SHOULD HAVE SOME NEW SUITS MADE UP...

...AND HERE YOU OFFER ME A COUPLE TONS OF MATERIAL! THAT'S NICE...BUT DO YOU HAVE ANYTHING IN POLYESTER?

LORD, CAN'T ANYTHING STOP THAT GUY? IF I DON'T KEEP AHEAD OF HIM IN HERE, I'M SUNK!

STORAGE A

YEEAHH!

WHAT'S YOUR HURRY? THE NIGHT IS STILL YOUNG!

SHUCKS, YOU'RE NO FUN AT ALL! YOUR PREDECESSOR HAD A LOT MORE SPUNK--NOT TO MENTION A SNAPPY CAPE!

I REALIZE IT'S NOT MIDNIGHT YET, BUT WHAT DO YOU SAY WE UNMASK? YOU FIRST!

OH, NO, YOU DON'T! I'M READY FOR YOUR GAS TRICK!

OR AM I? THIS ISN'T THE PROWLER'S USUAL GAS!

IT'S SEEPING INTO MY MASK... BURNING MY EYES! AND IT SMELLS SWEET, LIKE... BELLADONNA!

IF THAT GAS DON'T STOP YA, THIS SHOULD!

A SEWING MACHINE? YOU'RE KIDDING, RIGHT?

WHY DON'T YOU JUST TOSS THE KITCHEN SINK AT ME?

NOW WHERE ARE YOU GOING?

OUT! YOU WANT ME...COME AND GET ME!

SEVERIN '80

Courtesy HeritageAuctions.com

The Spectacular Spider-Man #51, page 14 original art
by Marie Severin & Jim Mooney

51 18 14

"...AND GET THE HECK OUT OF THERE!"

I HAVE TO HIDE... GET HELP... SOMETHING! WHAT WAS I THINKING OF?

I HAVE TO GET OUT OF SIGHT BEFORE MYSTERIO COMES AFTER ME!

HOW DARE SHE?!!

HOW DARE THAT INSIGNIFICANT LITTLE SNIP STRIKE ME! ONCE I DESTROY SPIDER-MAN, I SHALL HUNT HER DOWN AND ATTEND TO HER!

I SHALL MAKE THE REST OF HER SHORT LIFE A VERY MISERABLE ONE!

ROUNDING THE CORNER OF THE LAST SOUNDSTAGE, MYSTERIO AGAIN FINDS HIMSELF SURROUNDED BY A SCORE OF SPIDER-MEN... STRANGELY SILENT SPIDER-MEN!

WHAT? NO LIGHT PATTER THIS TIME, SPIDER-MAN?

IS IT BECAUSE YOU'VE DISCOVERED YOU CANNOT DEFEAT ME WITH MY OWN DEVICES?

OR IS IT BECAUSE YOU'VE FINALLY REALIZED THAT IT'S ONLY A MATTER OF TIME --

-- BEFORE MYSTERIO ENJOYS A FINAL VICTORY?

WHEN LAST WE FOUGHT, I SHOT YOU FULL OF ENOUGH DRUGS TO KILL AN ELEPHANT HERD!* YOU MAY HAVE SURVIVED THAT--

-- BUT THIS TIME I HAVE EQUIPMENT ENOUGH TO ENSURE THAT YOU BECOME QUITE DEAD!

*AMAZING SPIDER-MAN #199.-- D.

18

JIM MOONEY

Courtesy HeritageAuctions.com

BIOGRAPHIES

ROGER STERN

Born in Noblesville, Indiana, in 1950, Roger Stern was a self-professed "child of the '50s," immersing himself in pop culture icons like Lucille Ball, the Lone Ranger, and especially Superman. After graduating from Indiana University, Stern worked at Indianapolis' WXLW radio and formed a comic fan collective with fans in the region. Stern teamed with fellow Hoosier Bob Layton to transform Layton's comic sales business into the fanzine *CPL* (*Contemporary Pictorial Literature*). Their efforts led to an offer from Charlton to create the publisher's official fanzine, *Charlton Bullseye*. Soon after, Stern's fandom pal Roger Slifer contacted him with an opportunity to interview for a Marvel staff job. Stern raced to New York to put his passion for comics to the test. He was hired as an assistant editor and in 1975 embarked on an eleven-year career at Marvel. Stern's early editing duties saw him guiding the Avengers family of titles, *Master of Kung Fu*, *Spider-Woman*, and others. He also presided over *X-Men* during the seminal Chris Claremont, John Byrne, and Terry Austin run, and plotted *Marvel Premiere* #50 starring rocker Alice Cooper.

In 1978, he began to take on regular writing work on *The Incredible Hulk* and *Doctor Strange*. His compelling storytelling quickly earned him an audience and turns writing *Captain America* and Spider-Man in *The Spectacular Spider-Man*. The latter title led to his tenure on *The Amazing Spider-Man*, a run regarded by many as second only to Stan Lee's. Amongst their many Spidey highlights, Stern and artist John Romita Jr. introduced the Hobgoblin and a new Captain Marvel, Monica Rambeau. Stern also began a long stint on *The Avengers*, launched *West Coast Avengers*, and returned for another celebrated run on *Doctor Strange*.

When his tenure with Marvel came to an end in the late '80s, Stern became indelibly linked to the Man of Steel with iconic work that included "The Death of Superman." Since then "Uncle Rog," as he is known to his devoted fans, has returned to Marvel to write several series including *Avengers Forever*, *Amazing Spider-Man*, *Marvel: The Lost Generation*, *Captain America Corps*, and more.

JIM MOONEY

A prolific comics artist since the 1940s, Jim Mooney proved nimble enough at penciling and inking that he gained a reputation for both disciplines that kept him in constant employ for decades. Tabbed by his peers with the nickname "Gentleman" Jim for his positive and polite demeanor, he became an artist revered by fans of both DC and Marvel Comics.

Mooney broke into the business working under the tutelage of such luminaries as Will Eisner, Lou Fine and Nick Cardy. He would grow to find his artistic voice alongside peers like George Tuska and Ruben Moreira, freelancing for many of the era's most prominent publishers. As the decade progressed, his work at DC took prominence. Mooney was crafting stories of the Dynamic Duo in both *Batman* and *Detective Comics*, plus Robin stories in *Star-Spangled Comics*. He also drew many of the seminal adventures of Tommy Tomorrow in *Action Comics*. It was while drawing Supergirl in the pages of *Action Comics*, however, that Mooney crafted an enduring legacy with his clean, illustrative take on Superman's cousin.

Mooney worked at DC until 1968, when his bold, streamlined style was called upon to team with John Romita on *The Amazing Spider-Man*. It would be the beginning of a relationship with the web-slinger that would lead to almost two decades of memorable penciling and inking of the character, including *The Spectacular Spider-Man*, *Marvel Team-Up* and the flagship title. Mooney lent his hand to virtually every title Marvel produced in one way or another including noteworthy runs on *Ghost Rider*, *Man-Thing* and *Omega the Unknown*. In 2008, Mooney passed away at the age of 89 after an extended illness.

MARIE SEVERIN

Billing as "The Nicest Person in Comics" may accurately describe the high esteem in which Marie Severin's peers have always held her, but the moniker doesn't approach the high quality of her work. Fortunately, it doesn't need to: a cursory glance at her accomplishments will settle the issue of her artistic legacy. Along with Ramona Fradon, Severin stands as one of the first women to get through the door of the boys' club of comic professionals.

Severin and her older brother, John, learned how to draw early in their lives, both trained by their mother and father. In her early twenties she was hired at Bill Gaines' E.C. Comics, taking on a variety of tasks including inking and coloring, eventually becoming Harvey Kurtzman's right-hand gal and soaking up as much of his zany outlook as possible.

In 1967 Severin took a job at Marvel, first penciling Doctor Strange in *Strange Tales* and then the Incredible Hulk in *Tales to Astonish*, which she drew for over a year before teaching Herb Trimpe the ropes. In addition to her regular penciling and inking gigs, Severin became one of the top cover artists for Marvel and continued her work as one of the field's most accomplished colorists. All while keeping the Bullpen lively!

Throughout her career, Severin developed an artistic versatility that allowed her to master the bestial fury of the Incredible Hulk, the regal power of the Sub-Mariner and the super-hero satire of *Not Brand Echh!* In fact, it could be said that Severin's most indelible contribution to the Marvel Age was in that singular Marvel humor mag, where her *MAD*-laced bent for humor was allowed to flourish.

More accomplishments continued into the '70s, when she worked in tandem with John Severin on *Kull the Conqueror*, a work she considers among her personal favorites, as well

as designing the costume for The Cat (later Hellcat). She also designed the costume for the first incarnation of Spider-Woman. Her peers proudly brought her into the ranks of the Eisner Hall of Fame in 2001. Severin passed away in 2018, leaving a legacy as a highly-respected and pioneering creator.

DENYS COWAN

Born in Queens, New York, in 1961, Denys Cowan combined his mother's artistic pursuits with an early love for the *The Adventures of Superman* TV show into an acclaimed career in comics. Cowan assisted such artists as Rich Buckler and Ken Landgraf in their studios as he honed his talents. In his early years at Marvel, he specialized in street-level heroes with stories in *The Spectacular Spider-Man*, *Moon Knight* and *Power Man and Iron Fist*, which he drew for a dozen issues in 1982-83. At DC, he penciled Firestorm backup stories in *Flash*, a *Batman* Annual and several issues of *Vigilante*. In 1987, he launched a revamped version of Charlton's *Question* with writer Dennis O'Neil at DC. The series would have a successful three-year run, during which Cowan continued work with Marvel on *Doctor Zero* and a four-issue *Black Panther* miniseries. One of the most important creative pairings in his career came when Cowan and writer Dwayne McDuffie launched a new *Deathlok* series in 1990. Cowan then united with McDuffie and other African-American comic book creators in 1993 to found Milestone Media, a DC imprint that would publish Black super heroes by Black creators. Milestone would be home to Cowan co-creations *Blood Syndicate*, *Xombi* and *Hardware*, the latter of which he would illustrate for much of its three-year run. He also co-created *Static*, which was adapted into the Emmy-nominated animated series *Static Shock*, which Cowan directed and produced. Cowan's career in TV animation blossomed as the Senior Vice President of Animation at BET, which included the popular *Black Panther* animated series. He also produced the first season of Aaron McGruder's 2005 animated series *The Boondocks*. Cowan has kept one foot in comics over the years, drawing *Captain America/Black Panther: Flags of Our Fathers* for Marvel, and *Batman Confidential* and various *Question* revivals at DC.

STEVE LEIALOHA

Since breaking into comics in the mid-'70s, Steve Leialoha has distinguished himself with a long career as an inker and sometimes penciler for Marvel, DC and other publishers. He published his first work while still in high school, submitting drawings to fanzines run by Marv Wolfman and Len Wein, later editors at Marvel Comics. This connection came in handy when, after beginning his professional career with a pair of stories in the indie title *Star*Reach*, Leialoha was given a shot at art finishes on Jim Starlin's historic *Warlock* run. Inking Starlin's pencils helped ease him into an industry where he would come to lend his talents to a wide range of books from *Marvel Team-Up* and *Howard the Duck* to *Star Wars* and *New Mutants*. He is perhaps best known to fandom of that era for his distinctive pencil art on *Spider-Woman* and the light-hearted fantasy of *X-Men Annual* #8. From the '90s on, Steve did work for DC titles including *JLI*, *Batman* and *Sandman*. He is currently the longstanding inker on the hit Vertigo title *Fables*. Steve lives in San Francisco with his partner, cartoonist Trina Robbins.

RICK LEONARDI

As soon as Rick Leonardi graduated from Dartmouth College in 1979, he sent Marvel and DC a self-written and -drawn comic book that spoke to his artistic potential. Marvel wrote back, encouraging him to take a job with them. In his first years in comics, Leonardi eased himself into the business with a handful of stories in *Thor* and *The Spectacular Spider-Man*. After proving himself, he landed a pair of higher-profile gigs with writer Bill Mantlo on the 1982 miniseries *The Vision and the Scarlet Witch* and *Cloak and Dagger*. After penciling issues of *The Amazing Spider-Man* and being a part of the development of Spider-Man's new black costume with Mike Zeck—Leonardi reunited with Mantlo to launch an ongoing *Cloak and Dagger* series in 1985. He followed that up with Marvel's top-selling X-titles, drawing a Colossus serial in *Marvel Comics Presents* and several issues of *The Uncanny X-Men* and *The New Mutants*. In 1992, Leonardi and Peter David created Miguel O'Hara in *Spider-Man 2099*, a series Leonardi would draw for most of the first 25 issues of its run. In the late '90s, Leonardi drew the five-issue series *Painkiller Jane* for Joe Quesada and Jimmy Palmiotti's Event Comics, and in the 2000s, he would head to DC for stints with *Batgirl*, *Vigilante* and *Nightwing*. A longtime fan of Batman, Leonardi's most recent project is the ongoing series *Batman Beyond*.

RALPH MACCHIO

Comics seemed to surround Ralph Macchio's life: His uncle was DC art legend Wayne Boring; his Cresskill, New Jersey, hometown doubled as the fictional comic book home of Ant-Man and the Wasp; and one of his youthful pastimes was writing letters to his favorite comic books. However, after graduating with a degree in English Literature, Macchio seemed poised to work for Macray, his family's moving company. An encounter with writer Don McGregor at a comic book convention pulled Macchio into Marvel's orbit. Regular visits to the Marvel office ensued, which in turn led to writing assignments for Marvel's in-house fanzine *F.O.O.M.*, and, by 1976, a position as an assistant editor.

Macchio wrote several titles early in his career, most notably *Thor* and *Marvel Two-In-One*, which he co-scripted with Mark Gruenwald, the latter title including the classic "Project Pegasus" storyline. He also wrote a six-issue *Solomon Kane* limited series and teamed with artist George Pérez for the Black Widow "Web of Intrigue" arc in *Marvel Fanfare*. But unlike many writers who jumped from editorial to freelance writing careers, Macchio decided he preferred the camaraderie of the Bullpen and the creative possibilities of involvement in every aspect of a book's production.

Major highlights of his distinguished editorial career include *Daredevil*—particularly Frank Miller's "Born Again," *The Man Without Fear*, and *Elektra Lives Again*—Walter Simonson's *Thor*, Doug Moench and Bill Sienkiewicz's *Moon Knight*,

righting the Spider-Man franchise from the destabilizing "Clone Saga," the launch of the Ultimate Universe, and adaptations of Stephen King's *The Dark Tower* and *The Stand*. Macchio is just as well known for fostering new editors and countless interns, including future editor-in-chief Bob Harras and fan favorite artist Joe Madureira. He also kept a spirit of fun alive and well in the Marvel Bullpen through years of practical jokes. Macchio retired from Marvel in 2011 with an editorial tenure second only to Stan Lee.

BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man.*

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

LUKE McDONNELL

Luke McDonnell broke into comics in 1981 at Marvel, drawing three issues of *Star Trek* as well as issues of *Iron Man*, *The Spectacular Spider-Man* and *The Amazing Spider-Man*. In 1982, he became the series regular artist on *Iron Man*. His three-year tenure included the historic passing of the mantle of Iron Man from Tony Stark to James "Rhodey" Rhodes. McDonnell also penciled issues of *Daredevil*, *Star Wars* and *The New Defenders* before departing Marvel for DC in 1985. There, he penciled the final sixteen issues of the Detroit-era *Justice League of America*. He went straight from that to the biggest milestone in his career: the creation of *Suicide Squad* with writer John Ostrander. McDonnell would draw the first 24 issues of the series featuring a team of super villains working for international law enforcement; he returned a year later for another eight-issue run. During his time on *Suicide Squad,* McDonnell also penciled a spin-off miniseries starring Deadshot and drew several issues of Jim Starlin's *Dreadstar* at First Comics, after which he launched a thirteen-issue run of DC's adaptation of Lee Falk's newspaper comic hero the Phantom. His 1990s work was mostly for DC, though he did draw a pair of *What If?* stories at Marvel. In 2012, McDonnell returned to comics as a colorist for IDW's *Popeye.*

MARV WOLFMAN

Marv Wolfman's stints writing for movies, television, animation and novels mark him as a varied and highly regarded talent, but it is his comic book writing where he first gained prestige as one of the industry's most acclaimed talents.

His first forays into the comic industry were short tenures as editor and writer for both Warren Publishing and DC Comics, but it was after a move to Marvel in 1972 that his career began to blossom. One of his earliest hits was *Tomb of Dracula*, Marvel's adaptation of the classic Bram Stoker vampire. It was in the pages of *Tomb of Dracula* that Wolfman and Gene Colan unveiled the character Blade, the vampire hunter. This earthly hero was one of the earliest black heroes in comics and was introduced to further affirm the realism he sought to inject into the Dracula comic.

After editing Marvel's black-and-white magazines, he quickly stepped up the ladder to follow Len Wein as editor-in-chief. Wolfman had noted that the readership, who like himself had become loyal fans in their adolescence, felt it was important to have the stories Marvel produced "grow up" along with them. His editorial duties, however, stole time from his writing, so in 1976 he stepped down and took on writing full-time.

As writer of *Daredevil*, his two-year run preceded the Frank Miller era and included the introduction of Bullseye, now the most innovative and fearsome of Daredevil's rogues' gallery. Other work from his prolific Marvel tenure in the late '70s included lengthy runs on Marvel's two flagship titles: *The Amazing Spider-Man* (including the debut of the Black Cat) and *Fantastic Four* as well runs on *Nova*, *Doctor Strange* and *Thor*.

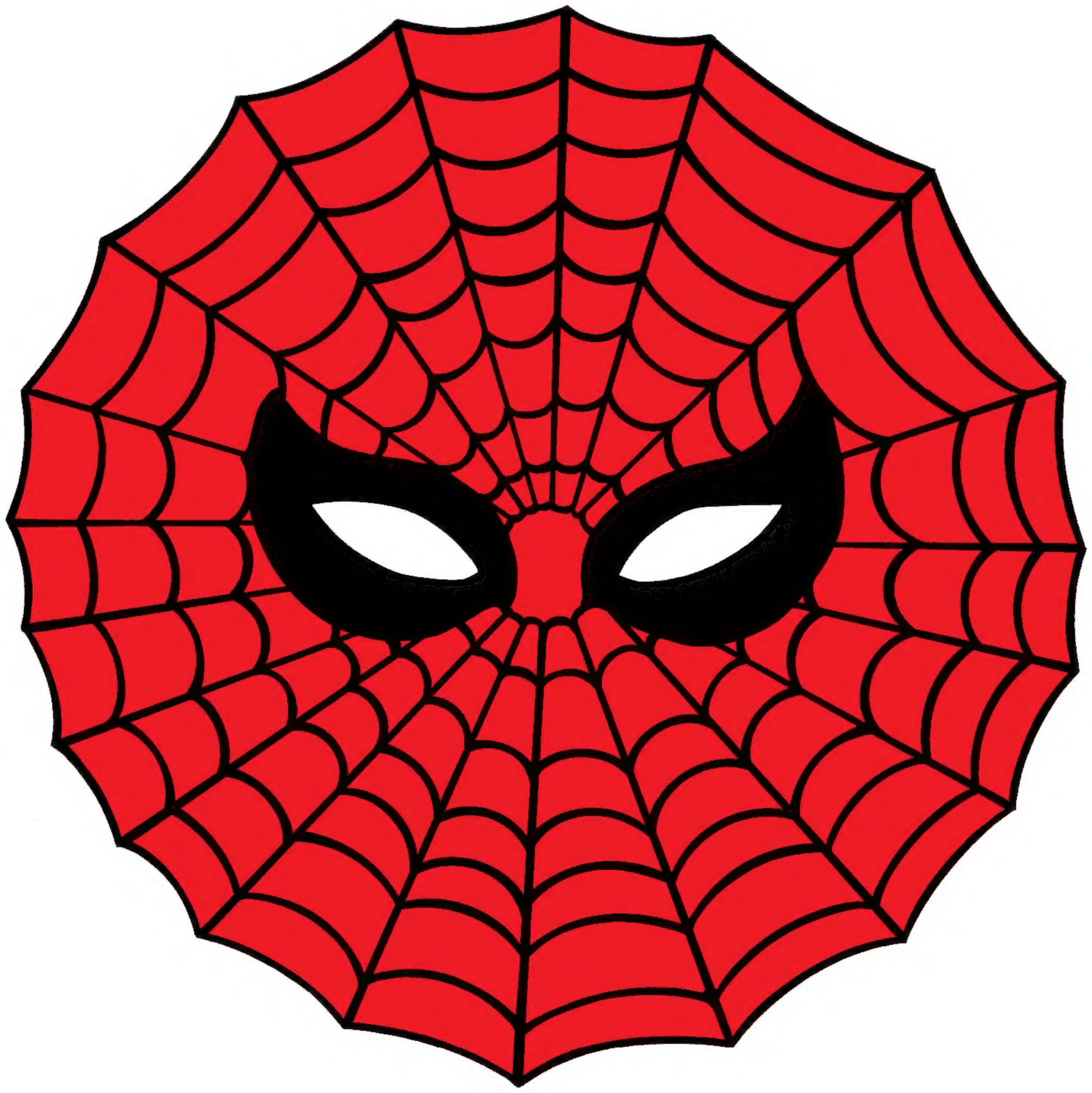
Moving to DC, he teamed with artist George Pérez and ushered in *New Teen Titans*. Most of the Titans came to life under his auspices, including Cyborg, Nightwing, Starfire, and Raven, as well as their nemesis Deathstroke. Next, Wolfman and Pérez delivered the epochal *Crisis on Infinite Earths*, condensing DC's complex 50 year history into a single, shared universe.

Taking a lengthy sabbatical from writing comics, Wolfman

moved to writing for animation shows including *G.I. Joe* and *Transformers*, later becoming comics editor for *Disney Adventures Magazine*. He continues to write for DC Comics and more recently, has penned the nonfiction *Homeland, the Illustrated History of the State of Israel*. In 2011 Marv was inducted into the Eisner Hall of Fame.

MIKE ZECK

Born in Greenville, Pennsylvania, and raised in Florida, Mike Zeck attended the Ringling School of Art in Sarasota to study illustration. Showing his portfolio at conventions earned him a break providing text-story illustrations for Charlton Comics. That modest start led to work at Marvel, where his first story was a 1977 Thanos backup story in *Logan's Run* #6. He would soon join writer Doug Moench on *Shang-Chi: Master of Kung Fu*, a real treat for the artist, a true Bruce Lee fan. Both readers and editors took note and Zeck's four years drawing Shang-Chi led to a highly regarded stint on *Captain America* with J.M. DeMatteis. By the mid-'80s, Zeck was also contributing covers for Marvel's *G.I. Joe: A Real American Hero* and its sister title, *G.I. Joe Special Missions*, as well as illustrations for *The Official Handbook of the Marvel Universe*. His clean, precise style and compelling storytelling elevated him to renown as one of the industry's top talents. This was never more apparent than in 1984, when Zeck was tapped by Marvel editor-in-chief Jim Shooter to draw comics' first mega-event: *Marvel Super-Heroes Secret Wars*. He followed that up with the art on the first *Punisher* series, a five-issue blockbuster scribed by Stephen Grant, with whom Zeck would reunite for the 1989 Punisher graphic novel *Return to Big Nothing*. Zeck finished out 1986 with a double-sized *Captain America Annual* co-starring Wolverine, then embarked on illustrating "Kraven's Last Hunt" in *Amazing Spider-Man*, *Web of Spider-Man* and *Spectacular Spider-Man*. Written by Cap collaborator DeMatteis, the storyline was a massive hit and stands as one of the evergreen stories in the Spider-Man canon. By the end of the '80s, Zeck had moved to DC, drawing covers to *Batman*, *Detective Comics*, and *Deathstroke the Terminator* among many others. His last regular series work was the Image title *The Damned* with Steven Grant. Zeck launched his own website in 1999 to handle his commission work and continues an active appearance schedule at conventions.



Biographies researched and written by John Rhett Thomas

MARVEL MASTERWORKS

THE MARVEL MASTERWORKS LIBRARY PRESENTS THE WORLD'S GREATEST COMIC BOOKS, PAINSTAKINGLY RESTORED FROM THE HIGHEST-QUALITY SOURCES AND WITH THE MOST DILIGENT ARCHIVAL METHODS.

THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over America, a new storytelling medium was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States. At the forefront of this new medium was Timely Comics, a young company staffed by such legendary creators as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These trailblazing talents birthed a vast array of characters that would give rise to the Marvel Universe!

GOLDEN AGE ALL-WINNERS VOLS. 1-4
GOLDEN AGE CAPTAIN AMERICA VOLS. 1-6
GOLDEN AGE DARING MYSTERY VOLS. 1-2
GOLDEN AGE HUMAN TORCH VOLS. 1-3
GOLDEN AGE MARVEL COMICS VOLS. 1-7
GOLDEN AGE MYSTIC COMICS VOL. 1
GOLDEN AGE SUB-MARINER VOLS. 1-3
GOLDEN AGE U.S.A. COMICS VOLS. 1-2
GOLDEN AGE YOUNG ALLIES VOLS. 1-2

THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the Golden Age retooled to take on the threat of Communism. From Western gunfighters to crime to horror, the Atlas Era had it all!

ATLAS ERA BATTLEFIELD VOL. 1
ATLAS ERA BLACK KNIGHT/YELLOW CLAW VOL. 1
ATLAS ERA HEROES VOLS. 1-3
ATLAS ERA JOURNEY INTO MYSTERY VOLS. 1-4
ATLAS ERA JUNGLE ADVENTURE VOLS. 1-3
ATLAS ERA MENACE VOL. 1
ATLAS ERA STRANGE TALES VOLS. 1-6
ATLAS ERA TALES TO ASTONISH VOLS. 1-4
ATLAS ERA TALES OF SUSPENSE VOLS. 1-4
ATLAS ERA VENUS VOL. 1

THE MARVEL AGE

In August 1961, change hit newsstands: *The Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. They were real characters placed in extraordinary circumstances. They lived together, they fought among themselves — and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different — the beginning of the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

THE AMAZING SPIDER-MAN VOLS. 1-22
ANT-MAN/GIANT-MAN VOLS. 1-3
THE AVENGERS VOLS. 1-21
THE BLACK PANTHER VOLS. 1-3
BROTHER VOODOO VOL. 1
CAPTAIN AMERICA VOLS. 1-13
CAPTAIN MARVEL VOLS. 1-6
THE CHAMPIONS VOL. 1
DAREDEVIL VOLS. 1-15
DAZZLER VOLS. 1-2
DEATHLOK VOL. 1
THE DEFENDERS VOLS. 1-7
DOCTOR STRANGE VOLS. 1-9
THE FANTASTIC FOUR VOLS. 1-22
GHOST RIDER VOLS. 1-2
HOWARD THE DUCK VOL. 1
THE HUMAN TORCH VOLS. 1-2
THE INCREDIBLE HULK VOLS. 1-15
THE INHUMANS VOLS. 1-2
THE INVINCIBLE IRON MAN VOLS. 1-13
IRON FIST VOLS. 1-2
KA-ZAR VOLS. 1-2
KILLRAVEN VOL. 1
LUKE CAGE VOLS. 1-3
MARVEL RARITIES VOL. 1
MARVEL TEAM-UP VOLS. 1-6
MARVEL TWO-IN-ONE VOLS. 1-5
THE MIGHTY THOR VOLS. 1-20
MS. MARVEL VOLS. 1-2
NICK FURY, AGENT OF S.H.I.E.L.D. VOLS. 1-3
NOT BRAND ECHH VOL. 1
RAWHIDE KID VOLS. 1-2
THE SAVAGE SHE-HULK VOLS. 1-2
SGT. FURY VOLS. 1-4
THE SPECTACULAR SPIDER-MAN VOLS. 1-4
SPIDER-WOMAN VOLS. 1-2
THE SILVER SURFER VOLS. 1-2
THE SUB-MARINER VOLS. 1-8
WARLOCK VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-13

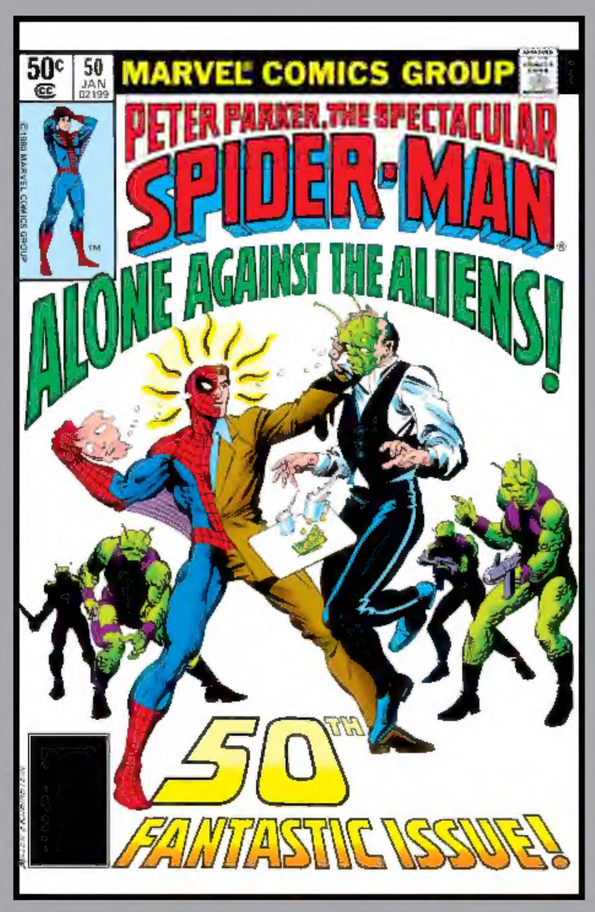
40¢ 44 JULY 02199
MARVEL® COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
SOMEBODY
IS KILLING THEM ALL!

40¢ 45 AUG 02199
MARVEL® COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
HE'S BACK--THE VENGEFUL
VULTURE!
THE HEAT IS WITHERING, BUT SPIDEY CAN'T FEEL IT--YET...

75¢ 2 1980 02036
MARVEL® COMICS GROUP
KING-SIZE ANNUAL!
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
ALL NEW THRILLS!
INTRODUCING THE MAN CALLED
RAPIER

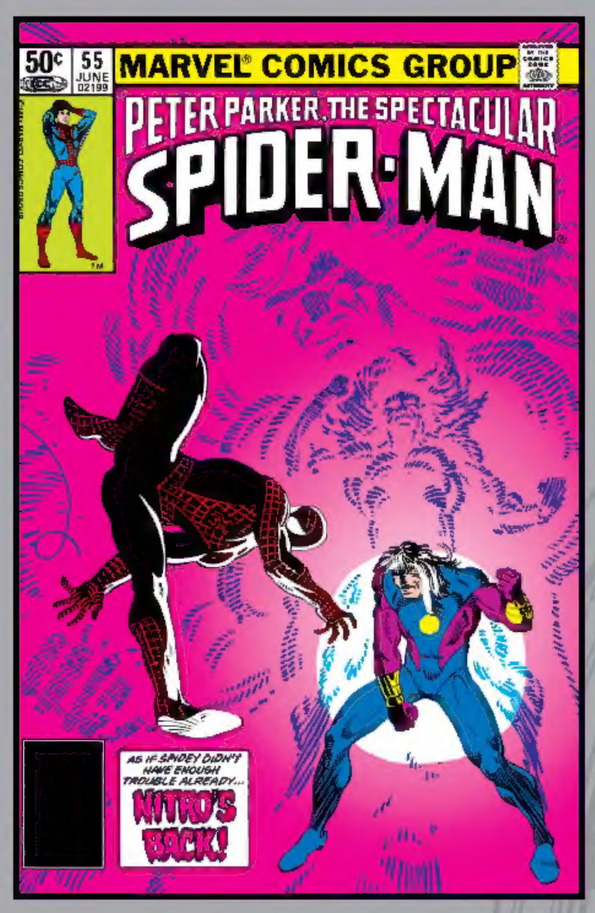
MARVEL COMICS GROUP
50¢ 46 SEPT 02199
THIS MARVEL® COMIC COULD BE WORTH $2500 TO YOU!
(DETAILS INSIDE)
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
BETWEEN THE COBRA AND THE COPS... SPIDEY'S GOT MORE TROUBLE THAN HE CAN HANDLE!

50¢ 49 DEC 02199
MARVEL® COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
THE SURPRISES START WHEN SPIDEY MEETS THE SMUGGLER!
PLUS!...THE LONG-AWAITED RETURN OF THE WHITE TIGER!


50¢ 50 JAN 02199
MARVEL® COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
ALONE AGAINST THE ALIENS!
50TH FANTASTIC ISSUE!

50¢ 52 MAR 02199
MARVEL® COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN

50¢ 54 MAY 02199
MARVEL® COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN


50¢ 55 JUNE 02199
MARVEL® COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
AS IF SPIDEY DIDN'T HAVE ENOUGH TROUBLE ALREADY...
NITRO'S BACK!

MARVEL